



Terms of Reference

Academic Board

Trim Location	12/G/3
Responsible Officer	University Secretary
Approval Date	11 December 2017
Approval Authority	USQ Council

1. Role

Academic Board plays a leading role in the academic governance of the University, working separately but collaboratively with Council and the University Executive. Academic Board is responsible for making recommendations to Council on the academic policies, programs, quality and risk of the University and for monitoring the implementation of Council approved academic policies. Academic Board may advise Council and University Executive on any academic matter relevant to the University and works with them in achieving the strategic objectives of the University. In this role, Academic Board addresses the requirements that arise from the University Act.

The *University of Southern Queensland Act 1998*, Part 4, Division 3, section 39, clause (3) states that the Academic Board must:

- A. advise the Council about teaching, scholarship and research matters concerning the University; and
- B. formulate proposals for the academic policies of the University; and
- C. monitor the academic activities of the University's faculties; and
- D. promote and encourage scholarship and research at the University.

Academic Board also plays a leading role in ensuring that the University is compliant with relevant Australian Higher Education regulations.

2. Functions

The functions of the Academic Board shall be to:

1. provide advice and recommendations to Council and the University Executive on policy relating to all aspects of development and accreditation or re-accreditation of programs, admission of students, teaching, assessment, requirements for graduation, scholarships, and research planning and management;

2. establish an academic quality framework for the University and provide advice and recommendations to Council and the University Executive on academic quality assurance and academic risk management processes;
3. advise Council and University Executive on, and contribute to education and research aspects of the University's Strategic Plan;
4. refer Academic Board matters, including formulation of advice to Council, to designated standing committees as the Board may from time to time establish;
5. monitor reports from Academic Board's standing committees to ensure that their referred responsibilities are discharged;
6. monitor and review the implementation of academic policy and recommend to Council and University Executive such changes as may be deemed necessary;
7. discuss and facilitate communication on issues within the higher education sector, including learning, teaching and research;
8. monitor the academic activities of the University and recommend to Council and University Executive such changes as may be deemed necessary; and
9. consider and recommend on any matter referred to the Academic Board, by Council, Faculty Assembly, Faculty Board and the University Executive.

3. Meetings

3.1. Quorum

1. At any meeting of the Academic Board, a quorum shall be 50% of the current membership. If a quorum is not present after the expiration of 15 minutes from the time appointed for the meeting, the meeting shall lapse.
2. Where a scheduled or special meeting of the Academic Board lapses for want of a quorum, the business that was to be considered at that meeting may be considered by the Executive Committee on behalf of the Academic Board. Any recommendations arising from the Executive Committee in these circumstances shall require ratification by the Academic Board by flying minute.

3.2. Conduct of Meetings

1. The Chair (Academic Board) will chair the meeting. In the absence of the Chair, the Deputy Chair (Academic Board) will chair the meeting.
2. The Chair may exercise right of precedence over other members in speaking during a meeting.
3. When a motion or amendment is before the Chair, no member other than the proposer may speak until it has been seconded. A motion or amendment lapsing for want of a seconder shall not be recorded in the minutes of a meeting.
4. A motion or amendment before the Chair may be re-worded or withdrawn subject to the leave of the meeting.

5. When two or more members indicate intention to speak, the Chair shall call upon the member who, in the Chair's opinion, first declared such intention.
6. When an amendment is before the Chair, discussion shall be confined to that amendment.
7. If two consecutive speakers have both argued either for or against a motion or amendment and no member wishes to argue the opposite view, or to move or foreshadow an amendment, the question shall be put to the meeting without further debate.
8. Right of reply shall be allowed only to a member who has proposed a substantive motion.
9. A question shall be decided by a show of hands of voting members present unless a secret ballot is requested by a majority of members present at the meeting.
10. The Chair shall have a deliberative vote and, in the case of equality of votes, a second or casting vote. The Chair shall generally exercise a casting vote against the motion.
11. If a resolution of the Board would be contrary to a previous resolution, the most recent resolution shall take precedence unless an absolute majority of all members vote to initiate rescission proceedings.
12. Should the Board wish to institute rescission proceedings at the same meeting, a motion to rescind a resolution of the Board must be carried by a two-thirds majority of all members present.
13. In circumstances where the Board disagrees with a recommendation from one of its standing committees, the Chair of that committee may be asked to withdraw the recommendation and take it back to the committee for further deliberation.

3.3. Flying Minutes

1. Where a decision of Academic Board is required before a scheduled meeting the Chair may authorise a flying minute.
2. A flying minute request shall set out background information and contain recommendations on which Members can vote for or against or abstain. Members shall confirm their vote by online methods or any other method specified in the notice, by the date specified in the notice.
3. The number of responses either for, against or abstaining, must meet the quorum provisions in these guidelines.
4. A report on the outcome of a flying minute will be provided to the next Board meeting and shall be confirmed and signed in the same manner as for ordinary minutes of a Board meeting.

3.4. Electronic Participation

1. A Member not able to physically attend a meeting may participate by electronic means with agreement of the Chair and provided such member can communicate effectively with other members present, members participating electronically are counted for quorum purposes as if present in person. A member seeking to participate electronically shall give the Secretary (Academic Board) notice of one (1) business

day to request to be present by electronic means unless exceptional circumstances are present.

2. The Chair must acknowledge the presence of a member participating electronically both at the beginning and end of a meeting.
3. Members not attending in person are to be supplied with the same material given to members who attend in person. If a member does not have the information, or if material is tabled at a meeting and cannot be simultaneously given to a member not attending in person, that member should refrain from voting on a motion concerning any motion relating to that material.

3.5. Special Meetings

The Chair, or any five elected members, may by notice in writing given to the Secretary, call a special meeting, for a purpose specified in the notice, to be held on such a date as the Secretary shall determine within the period of fourteen days after the notice is given.

3.6. Meetings, Reporting and Minutes

Frequency of Meetings: Six times per year.

Reports to: USQ Council

Minutes: For all meetings, minutes shall be kept. Minutes shall be retained in accordance with the Queensland State Archives University Sector Retention and Disposal Schedule and stored in a repository (e.g. SharePoint) to facilitate access to decisions of continuing relevance.

A report and minutes of each Academic Board meeting will be provided to the USQ Council.

4. Membership

4.1. Membership Structure

The membership of the Academic Board shall be:

1. Chair, (Academic Board) (appointed by Council);
2. Vice-Chancellor (ex officio);
3. Senior Deputy Vice-Chancellor (ex officio);
4. Deputy Vice-Chancellor (Research and Innovation) (ex officio);
5. Deputy Vice-Chancellor (Students and Communities) (ex officio);
6. Pro Vice-Chancellor (Scholarly Information and Learning Services) (ex officio);
7. Executive Deans of Faculties (ex officio);
8. Four Professors, two male and two female, who do not qualify under categories 4.1.1 to 4.1.7 elected by and from the academic staff;

9. One female and one male academic staff member from pathway organisational units, who do not qualify under categories 4.1.1 to 4.1.7 elected by and from the academic staff of the pathway organisational units;
10. One female and one male academic staff member from non-faculty organisational units, who do not qualify under categories 4.1.1 to 4.1.7 and 4.1.9 elected by and from the academic staff of the non-faculty organisational units;
11. Three male and three female academic staff members from each faculty, who do not qualify under categories 4.1.1 to 4.1.7 elected by and from the academic staff of the faculty;
12. One academic staff member from Scholarly Information and Learning Services, who does not qualify under categories 4.1.1 to 4.1.7 elected by and from the academic staff of Scholarly Information and Learning Services;
13. One academic staff member from the Research and Innovation Division, who does not qualify under categories 4.1.1 to 4.1.7 elected by and from the academic staff of the Research and Innovation Division;
14. One Indigenous academic staff member elected by the Indigenous academic staff of the University;
15. President of the Student Guild (ex officio);
16. One undergraduate student elected by and from the undergraduate students of the University;
17. One postgraduate coursework student elected by and from the postgraduate coursework students of the University; and
18. One higher degree research student elected by and from the higher degree research students of the University.

The number of elected members shall comprise at least two thirds of the total Board membership.

4.2. Gender Representation

The University is inclusive of all genders and ideally the Board would comprise a balance of genders. The membership of the Board should not comprise more than 60% of any gender at any time.

Should the situation arise where any gender represents more than 60% of the membership, the person or persons of an under-represented gender next in line on the most recent Academic Board ballot shall be invited onto the Academic Board.

4.3. Campus Representation

There shall be a representative of the elected staff members from each campus. Where this representation does not occur as a result of the election of members in the categories 4.1.8 to 4.1.14 an additional member will be elected by and from the academic staff of the unrepresented campus for the term of the Academic Board.

Where there are no nominations from an unrepresented campus, expressions of interest shall be sought from the academic staff of the unrepresented campus and the Academic Board Executive Committee shall act to invite an academic staff member from that campus onto the Academic Board.

4.4. Elections

Elections for the Board shall be conducted in accordance with the University of Southern Queensland (Conduct of Council Elections) Statute 2010. In the event of failure to nominate the required number of persons to a category of membership, a by-election shall be held to fill the vacancy.

4.5. Appointment of Chair and Deputy Chair

Nominations for Chair shall be sought from the academic staff. Criteria will be provided stating requisite skills, capacity and experience. A Panel comprising Vice-Chancellor, current Chair (Academic Board), or Deputy Chair (Academic Board) if the Chair is a nominee, and University Secretary shall consider the nominations and compile a list of up to three nominations. The nominations will be presented to Academic Board for individual ratification by secret vote prior to forwarding to Council, in confidence. The Academic Board will not be advised of the outcome of the vote. Council will appoint the Chair (Academic Board). It is expected that nominees for Chair will have prior Academic Board experience.

The Deputy Chair shall be elected by and from the members of the Academic Board. Only elected members of the Academic Board are eligible candidates for the position of Deputy Chair.

It is expected that a member of Academic Board will have served on at least one Board Standing committee prior to election as Deputy Chair. Duty statements for Chair, Deputy Chair and Board Standing Committee Chairs are available on the Academic Board website.

4.6. Terms of Office

Ex officio members remain members for their term of office. Elected members shall serve for a three year term and shall be eligible for re-election, with no restriction on the number of renewable terms. The Chair shall serve for a three year term and shall be eligible for re-appointment for one further term through the standard nomination process. The Deputy Chair shall serve for a three year term and shall be eligible for re-election. The Chair and Deputy Chair may not serve for more than two consecutive terms in the same role.

4.7. Absences

1. Ex officio members of the Academic Board may nominate an acting person to represent them in their absence. The member should ensure the nominee is fully briefed and prepared to contribute to the meeting.
2. An elected member who is absent from two or more consecutive meetings without having been granted leave of absence by the Chair shall be deemed to have vacated the elected position, resulting in a casual vacancy.
3. An elected member who anticipates being absent with the approval of the University, from two or more consecutive meetings of the Academic Board, shall give prior written notice to the Chair for a leave of absence. During such absence, this place shall be

filled by invitation to the candidate from the relevant membership category scoring the next highest number of votes at the most recent election. If no such candidate exists, then the Chair of the Board may invite a person from the relevant membership category to serve in this place.

4.8. Casual Vacancies

1. Where a casual vacancy for an elected staff member occurs in the first twelve months of the term of the Board the vacancy will be filled by the candidate from the relevant membership category with the next highest number of votes in the previous election. If no such candidate exists, the Secretary shall conduct an election to fill the vacancy.
2. Where a casual vacancy occurs more than twelve months into a term and with more than six months before completion, the Secretary shall conduct an election to fill the vacancy. If a casual vacancy is unable to be filled by election, the Chair may, after taking such advice as they see fit, appoint an appropriate person in the same category of membership to fill the vacancy.
3. Where a casual vacancy occurs in a term with less than six months before completion the Chair may, after taking such advice as they see fit, appoint an appropriate person in the same category of membership to fill the vacancy.
4. Where a casual vacancy occurs for the role of Chair or Deputy Chair, the process described in 4.5 will be reactivated.

4.9. Rights of Audience and Observers

1. The University Secretary, Heads of Schools, Director (Library Services), Director (Office for the Advancement for Learning and Teaching), Research Institute Directors, and Associate Deans shall have rights of audience and debate, but not voting rights, at meetings of the Academic Board.
2. The Chair may permit observers to attend meetings of Academic Board. Observers have rights of audience only, that is, they may not contribute to debate and cannot vote.
3. The Chair may request those with rights of audience and/or observers to leave the meeting when confidential items are discussed.

4.10. Standing Committees of the Academic Board

The Academic Board shall be assisted in its operation by the Executive Committee. Academic Board may establish standing committees as it sees fit. Each standing committee may co-opt members of the University to their membership for such terms as they may decide.

A standing committee may establish such working parties as it deems necessary or desirable for it to carry out its functions.

5. Performance Evaluation

Academic Board shall undertake an annual self-evaluation of its performance. The summary report of the evaluation shall be submitted to Council.

6. Review of Terms of Reference

These Terms of Reference shall be reviewed annually by Academic Board to ensure they remain consistent with the Board's objectives and responsibilities. Any proposed amendments to the Terms of Reference shall be referred to Council for approval.

Modification History

Date	Source	Details
		Previously USQ Calendar Management 3.2
26.03.2013	12/G/3	Conversion to new template
26.08.2013	Council	Revised Terms of Reference and Membership of Academic Board
21.10.2013	Council	Revised Terms of Reference of Academic Board
13.08.2014	Council	Update to Section 4.1, Number 6, to reflect new PVC title
17.02.2015	Academic Board Executive Committee	Administrative updates following annual review
16.03.2015	Council	Revised Terms of Reference of Academic Board
15.05.2015	Council	Revised Terms of Reference of Academic Board
22.07.2015		Administrative update to 4.1.9 following appointment and change of title from Executive Director to Director
22.09.2015		Update to gender balance requirements within section 3.2, as approved by Academic Board on 22.09.2015.
07.12.2015	Council	Revised Terms of Reference of Academic Board (to include new section 4.8 Meetings, Reporting and Minutes)
09.02.2016		Removal of Fraser Coast representative from Membership list
15.03.2016		Removal of statement on Gender Representation in Section 3.2
11.09.2017	Council	Reinstated sentence regarding <i>ex officio</i> members in Section 4 (endorsed by Chancellor's Committee – 17.08.17)
11.12.2017	Council	Revised Terms of Reference of Academic Board. Functions to take immediate effect. Membership to take effect at the end of the current term i.e. up to but not including the meeting in July 2018.