

Governance

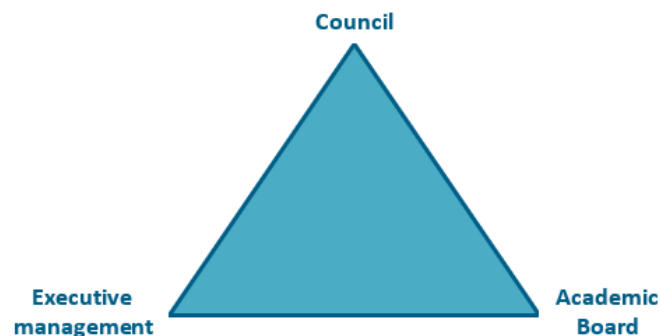
Governance comprises the set of principles and rules, values and culture, people and relationships, and systems and processes within and by which:

- strategic direction and oversight are provided;
- objectives are set and achieved;
- authority is exercised and controlled;
- risks are assessed and managed;
- compliance with laws and regulations is demonstrated; and
- those in control are held to account.

Southern Cross University Governance

Southern Cross University is a statutory body established by the [Southern Cross University Act 1993](#) (NSW) ('the SCU Act') with the object of promoting, within the limits of the University's resources, scholarship, research, free inquiry, the interaction of research and teaching, and academic excellence.

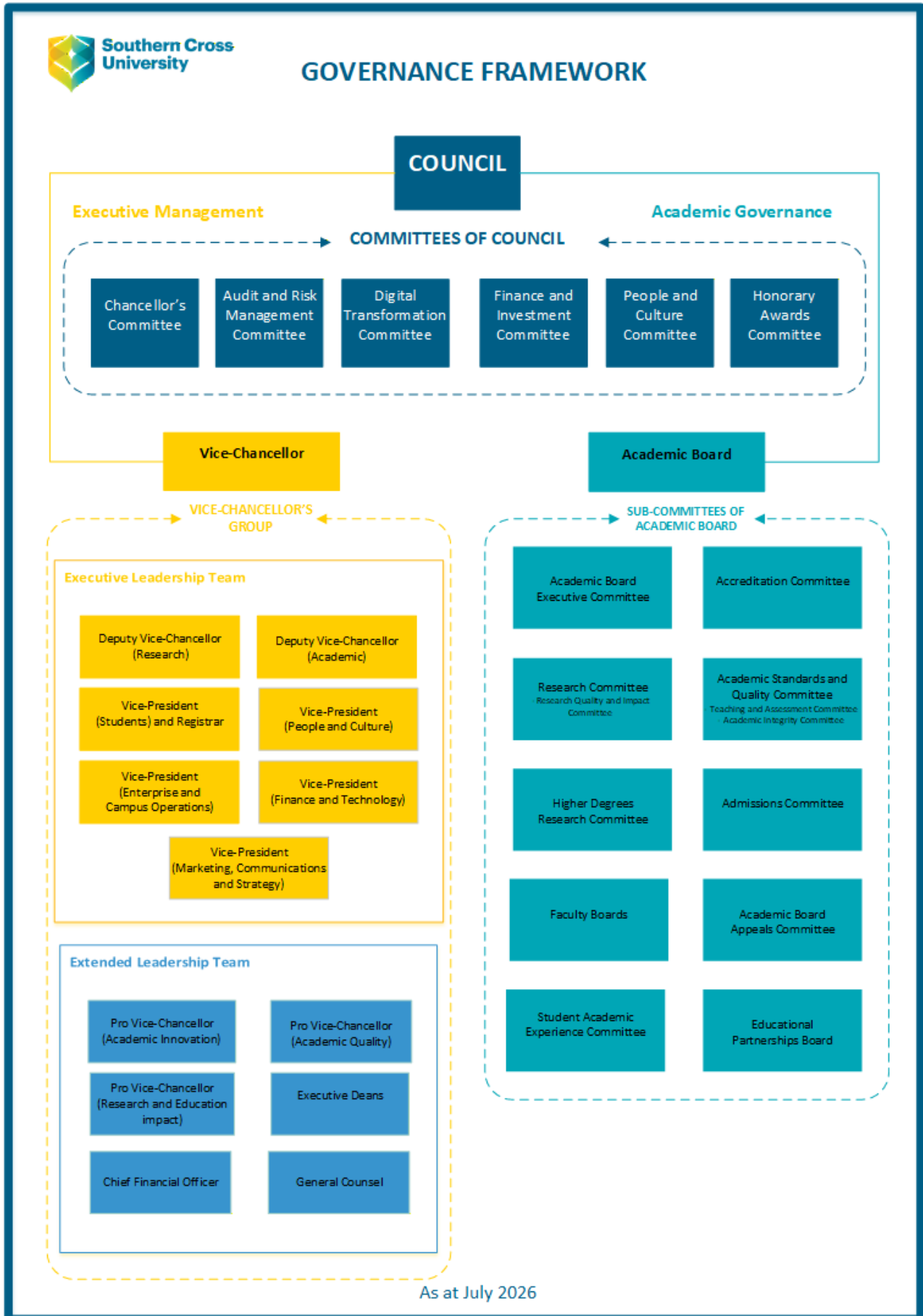
The University follows the traditional tripartite governance structure of Australian universities, in which executive Management and the Academic Board contribute to Council's overall responsibility for decision-making.



Within this structure, responsibility for each of the areas of decision-making is as follows:

- **Corporate governance** is the set of values, principles and processes by which the University is directed and controlled. Corporate governance is the responsibility of Council who is assisted by various committees in discharging these responsibilities.
- **Academic governance** is a subset of corporate governance relating to academic decisions and academic quality assurance within the University. While Council retains ultimate responsibility for academic matters, under the SCU Act, an Academic Board must be established. Academic Board is a committee of Council and is the peak academic body within the University.
- **University management** is the responsibility of the Vice-Chancellor who is the President and Chief Executive Officer of the University. The Vice-Chancellor is responsible for the conduct of the University's affairs. The Vice-Chancellor is assisted in his functions by the members of the University's Executive group.

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Corporate Governance

Council

The corporate governing body for the University is the Council.

Council's functions and responsibilities are set out in [s. 16\(1A\)](#) of the SCU Act and its [Council Charter](#).

Membership of Council

The composition of Council is determined by the SCU Act, the *Southern Cross University By-law 2022* (NSW) and the [Council Membership Rule](#). It comprises the following

- Three official members:
 - Chancellor
 - Vice-Chancellor
 - Chair, Academic Board
- Five Council appointed members, included one graduate member
- Two Ministerially appointed members
- Four elected members:
 - Two academic staff members
 - One professional staff member
 - One student member.

Council is required to have:

- at least two members with financial expertise (as demonstrated by relevant qualifications and by experience in financial management at a senior level in the public or private sector).
- at least one member with commercial expertise (as demonstrated by relevant experience at a senior level in the public or private sector).

All appointed members must have expertise and experience relevant to the functions exercisable by the Council and an appreciation of the object, values, functions and activities of the University.

Review of Council

Council will regularly review its own performance by reviewing its own performance at regular intervals, which are to be noted in the annual schedule of business. An independent review of the effectiveness of Council and academic governance processes will be undertaken at least every seven years in accordance with the [Higher Education Standards Framework \(2021\)](#).

Committees of Council

Council has established the following committees to assist it in performing its functions:

- [Chancellor's Committee](#) – this is the executive committee of Council and meets between Council meetings to deal with matters of an urgent nature
- [Audit and Risk Management Committee](#) – this committee assists Council in exercising due care, diligence and skill in Council's oversight responsibilities in relation to the University's financial reporting, compliance with legal and regulatory requirements, risk management and corruption resistance process, independent auditor qualifications and independence and performance of the internal audit function

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- [Finance and Investment Committee](#) – this committee has broad oversight of the financial, investment and budgetary arrangements of the University
- [People and Culture Committee](#) – this committee monitors and advises Council on leadership capability, development; succession plans for key senior leadership roles; University strategy and initiatives relating to its people and culture; identifies suitable candidates for appointment as a member of Council and succession planning; reviews the performance and remuneration of the Vice-Chancellor and oversees the performance monitoring and remuneration of the University's Executive and senior staff.
- [Honorary Awards Committee](#) – this committee performs various functions in relation to the award of honorary degrees and titles.
- [Digital Transformation Committee](#) – this committee provides strategic oversight and guidance on matters relating to technology and cybersecurity at the University. The Committee ensures that technology initiatives align with the University's strategic goals, manage risks effectively and leverage opportunities for innovation.
- [Academic Board](#) – this committee is the principal academic body responsible for establishing and maintaining the highest standards in teaching and learning and research in the University. It is the primary advisory committee of the University Council on academic matters.

Meetings, proceedings and protocols

The business of Council and its committee is carried out in accordance with:

- [Schedule 1 of the SCU Act](#)
- [Standing Orders – Southern Cross University Council](#)
- [Standing Orders – Southern Cross University Council Committees.](#)

Academic Governance

Academic governance is the framework of policies, structures, relationships, systems and processes that collectively provide leadership to and oversight of the University's activities, including teaching, learning and scholarship, and research and research training, at an institutional level.

Academic governance operates interdependently with, but distinctly from, corporate governance and management of the University.

Academic Board

Pursuant to the SCU Act, s. 15, the University is required to have an Academic Board. Academic Board is the principal academic body responsible for establishing and maintaining the highest standards in teaching and learning and research in the University. It is the primary advisory committee of the University Council on academic matters. The composition and functions of Academic Board are determined by Council as set out in its [Terms of Reference](#).

Membership of Academic Board

The Board's representative model of membership is designed to represent the interests and voice of the academic community and students, and draws on established academic governance principles including collegiality, consultation, peer review and broad-based representation.

The composition of Academic Board includes students, professional staff and academic staff from the University's Faculties and Colleges. The membership categories include:

- Elected office holders – Chair and Deputy Chairs of Academic Board
- Ex-officio members – appointed on the basis of their substantive position

- Elected staff – the elected Faculty Board Chairs
- Elected students – higher degree by research and coursework students.

Academic Board members

Composition

The composition of Academic Board set out in its [Terms of Reference](#) as follows:

- Elected office holders
 - Chair, Academic Board;
 - Deputy Chair (Teaching and Learning), Academic Board;
 - Deputy Chair (Research), Academic Board
 - Deputy Chair (Students), Academic Board
- Ex-officio members
 - Vice-Chancellor
 - Deputy Vice-Chancellor (Research)
 - Pro Vice-Chancellor (Academic Quality)
 - Pro Vice-Chancellor (Academic Innovation)
 - Dean, Gnibi College of Indigenous Australian Peoples
 - Dean, SCU College
 - Faculty Executive Deans
 - Dean, Graduate Studies
- Elected members
 - Faculty Board Chairs (elected in accordance with the Terms of Reference – Faculty Board)
 - One coursework student
 - One higher degree by research student

Committees of Academic Board

Academic Board has established the following committees to assist it in performing its functions:

- [Academic Board Executive Committee](#) - this is the executive committee of Academic Board and meets between Board meetings to deal with matters of an urgent nature.
- [Academic Standards and Quality Committee](#) – this committee is the principal advisory committee of Academic Board on issues relating to academic standards and quality for curriculum delivery.
- [Accreditation Committee](#) – this committee advises the Academic Board on matters relating to curriculum approvals and accreditation.
- [Admissions Committee](#) – this committee is the principal advisory committee of the Academic Board on issues relating to admission of students into coursework awards.
- [Research Committee](#) – this committee is the principal advisory committee of the Academic Board on issues of research across the University.
- [Student Academic Experience Committee](#) – this committee is the principal advisory committee of the Academic Board on issues relating to the student academic experience.

- [Educational Partnerships Board](#) – this committee is the principal advisory committee of the Academic Board on issues of academic quality assurance, course accreditation, and teaching standards, associated with material onshore and offshore third-party educational collaborations with whole of institution significance.
- [Higher Degrees Research Committee](#) – this committee is responsible for Higher Degree Research training across the University.
- [Faculty Boards](#) – these committees oversee the quality of academic matters relating to research and teaching programs, practices and standards within each Faculty or College.

The Chair of each of these sub-committees will also be a member of the Academic Board and responsible for providing a report on the committee's activities to each meeting of the Board.

Meetings, proceedings and protocols

The business of Academic Board and its committee is carried out in accordance with the [Standing Orders – the Academic Board and its Committees](#).

Executive Management

Council appoints and monitors the performance of the Vice-Chancellor and oversees and reviews the management of the University.

All other officers and staff of the University, except for the Vice-Chancellor, are appointed, overseen and reviewed by the Vice-Chancellor or responsible management including, as the case may be executive managers, heads of work units and managers.

The Vice-Chancellor is the President and Chief Executive Officer of the University. The Vice-Chancellor is responsible for the conduct of the University's affairs.

The Vice-Chancellor is assisted in carrying out his functions by the Vice-Chancellor's Group who provide advice on policy and administrative matters relating to their area of responsibility.

The Vice-Chancellor's Group consists of:

- Executive Leadership Team:
 - Deputy Vice-Chancellor (Research)
 - Deputy Vice-Chancellor (Academic)
 - Vice-President (Marketing, Communications and Strategy)
 - Vice-President (People and Culture)
 - Vice-President (Enterprise and Campus Operations)
 - Vice-President (Finance and Technology)
 - Vice-President (Students) and Registrar
- Extended Leadership Team:
 - Chief Financial Officer
 - Pro Vice-Chancellor (Academic Innovation)
 - Pro Vice-Chancellor (Academic Quality)
 - Pro Vice-Chancellor (Research and Education Impact)
- Executive Deans
- General Counsel

The Vice-Chancellor and management may establish committees at the management level to provide advice and assistance. These include:

- Educational Partnerships Oversight Committee
- Global Risk and Recruitment Committee
- Research Infrastructure Committee
- Indigenous Student Support Program Grants Committee
- Academic Portfolio Group
- Student Experience Committee
- Procurement Board
- Capital Expenditure Committee

Controlled Entities

Controlled entities are entities which the University owns or has a controlling interest in. Council is responsible for:

- establishing and overseeing controlled entities.
- appointment of a board of directors which possess the skills, knowledge and experience necessary to provide proper stewardship and control.
- monitoring the financial and business affairs of controlled entities and receives regular reports on performance.

The University has two controlled entities:

- Southern Cross Campus Services Limited
- SCU Ventures Pty Ltd.

Delegations

The 'control and management of the affairs and concerns' of the University is vested in the Council. Pursuant to s. 17 of the SCU Act, Council can delegate its functions to any member or committee of Council, or to any authority or officer of the University. Council cannot delegate this power of delegation.

Council has established the [Delegations Rule](#) to define the key decision-making authorities in respect of the financial, governance, human resources, legal and student administration functions of the University.

Most of the delegations made by Council are set out in the [Delegations Register](#). However, some delegations are contained within other Council-approved policies or specific Council resolutions.

Further information about delegations can be found on the [Delegations Framework](#) webpage.

Policies

Council establishes policies and procedural principles for the University consistent with legal requirements and community expectations (s. 16(1B)(h) of the SCU Act).

The [Governance Documents Rule](#) establishes authorities, accountabilities and principles for the development and review of Rules, Policies, Procedures and Guidelines at the University.

Council has retained the power to make University Policies in relation to operational and non-academic matters. Academic Board is responsible for University Policies relating to academic matters. Certain

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University officers are responsible for Policies in relation to specific matters within their area of responsibility. The Vice-Chancellor is responsible the overall balance and coordination of these policies.

The University's [Policy Library](#) is the official source of the University Policies.