

STATUTE 2 - GOVERNING BODIES

- 2.1 The Senate
- 2.2 The Standing and Finance Committee
- 2.3 The Audit and Risk Committee
- 2.4 (Repealed 99/14 of 31 March 1999)
- 2.5 The Academic Board
- 2.6 The Faculties.
- 2.7 The Centres, Academies and Research Institutes
- 2.8 The National Schools
- 2.9 The Honorary Awards Committee
- 2.10 The Nominations and Remuneration Committee

- 2.1.1 If any casual vacancy occurs within six months before the expiration of the term of office of a Senator it shall not be obligatory to fill such vacancy for the remainder of the term.
- 2.1.2 Election of Senators to fill vacancies caused by the retirement of Senators elected pursuant to Clauses 13.2(f) and 13.2(g) of the Constitution on the expiration of their term of office shall occur at an Annual General Meeting of Members of Australian Catholic University Limited and shall take effect immediately on the expiration of such term.
- 2.1.3 When a casual vacancy occurs in the office of a Senator holding office pursuant to Clauses 13.2(h), 13.2(i) or 13.2(j) of the Constitution the Senate shall appoint a person of the same category as the Senator whose office has become vacant PROVIDED THAT if any such casual vacancy occurs within six months before the expiration of the term of office of the relevant Senator it shall not be obligatory to fill such vacancy for the remainder of the term.
- 2.1.4 Special meetings of the Senate for the admission of candidates to degrees may be held on such days as the Senate may appoint after consultation with the Academic Board. Such meetings shall be competent to discharge that business whether or not a quorum is present.
- 2.1.5 The Secretary shall notify each member of the Senate of the date, time and place, and agenda for the next ensuing meeting of the Senate whether such meeting is an ordinary or a special meeting or a special meeting for the admission of candidates to degrees. Such notice shall, except in any case of emergency, be given at least 14 days before the day of the meeting.
- 2.1.6 No Senator shall make any motion initiating a subject for discussion at any meeting of the Senate except in pursuance of written notice given to the Secretary at least 21 days previously, except that at any meeting the Chancellor, or other person presiding at the meeting, or the Senate by resolution, may permit the introduction of any subject for discussion.
- 2.1.7 The Chair will conduct the meeting in such a manner so that all members are able to contribute, matters are debated openly and constructively and decisions are clear. When the Chair is satisfied that all debate is concluded, and all amendments have been dealt with, the proposed resolution is read aloud by the Chair and voted on. Voting will normally be on the voices except that any member may request a show of hands or a secret ballot.

ORIGINATED BY SENATE RESOLUTION: 91/83
DATED: 29-30 October 1991

**COMMON SEAL AFFIXED
BY SECRETARY**

AMENDMENT NO: 6
SENATE RESOLUTION: S 2017/047
DATED: 10 April 2017

2.2.1 There shall be a Standing and Finance Committee of the Senate consisting of the following:

- (a) Pro-Chancellor (Chair);
- (b) Vice-Chancellor (ex-officio);
- (c) Four members of Senate appointed under Clauses 13.2(f) and 13.2(g) of the Constitution (external members), not less than one from each State or Territory;
- (d) The Chair of the Audit and Risk Committee; and
- (e) One Academic Staff member of Senate elected under Clause 13.2(h) of the Constitution.

2.2.2 The Standing and Finance Committee shall, subject to the direction and control of the Senate, exercise the following functions:

- (a) Following discussion between the Chair of the Committee, the Chancellor and the Vice-Chancellor, exercise during intervals between meetings of the Senate a standing delegation to deal with urgent issues.
- (b) Advise the Senate on long term institutional planning matters.
- (c) Advise the Senate in relation to planning, design and contract matters associated with major capital projects.
- (d) Advise the Senate on financial and related policies, annual budgets, budget performance and the preparation of annual accounts.
- (e) Advise the Senate on the use of University reserves, commercial ventures, investments and investment policies in respect of the funds of the University.
- (f) Advise the Senate on industrial policies.
- (g) Review and make recommendations on Standing Orders for operation of the Senate.
- (h) On referral by the Senate, review any legislation from time to time.
- (i) On referral by the Senate, provide an opinion on the interpretation of any legislation.
- (j) Consider reports of other committees of the Senate and at its discretion provide additional advice in connection therewith.
- (k) Consider and report to the Senate on any other matter referred to it by the Senate.

2.2.3 The Committee shall regulate its own proceedings at its meetings.

2.2.4 A majority of the members of the Committee shall constitute a quorum and the Committee may function notwithstanding a vacancy in its membership from time to time so long as a quorum remains.

- 2.2.5 The Pro-Chancellor shall be the chair of the Standing and Finance Committee. In the absence of the Pro-Chancellor the Vice-Chancellor shall be the Chair of the Committee. In the absence of both the Pro-Chancellor and the Vice-Chancellor the members of the Committee present at the meeting shall elect from amongst themselves a Chair to preside at the meeting.
- 2.2.6 Meetings of the Committee shall be called:
- (a) at such times as the Chair may determine; or
 - (b) in accordance with the Committee's own determinations; or
 - (c) at the written request of three members delivered to the Pro-Chancellor
- and, in any event, at least once between successive meetings of the Senate.
- 2.2.7 Casual vacancies on the Committee shall be filled by the Senate.
- 2.2.8 The Committee may invite such persons to attend and advise the meeting as it sees fit but no person so invited shall have a vote at any meeting of the Committee.

ORIGINATED BY SENATE RESOLUTION: 91/83
DATED: 29-30 October 1991

COMMON SEAL AFFIXED
BY SECRETARY

AMENDMENT NO: 10
SENATE RESOLUTION: S 2018/008
DATED: 20 February 2018

- 2.3.1 There shall be an Audit and Risk Committee of the Senate that reports directly to Senate consisting of the following:
- (a) A Chair with audit committee and expertise in financial matters, who may be external to the University and Senate.
 - (b) Four members of Senate appointed under Clauses 13.2(f) and 13.2(g) of the Constitution (external members), not less than one from each State or Territory;
 - (c) One Academic staff member elected under Clause 13.2(h) of the Constitution;
 - (d) One professional staff member elected under Clause 13.2(i) of the Constitution; and
 - (e) The Chair of the Academic Board.
- 2.3.2 The Audit and Risk Committee shall, subject to the direction and control of the Senate, exercise the following functions:
- (a) Liaise with the external auditor on the scope and effectiveness of the external audit.
 - (b) Review the actions taken by the University with respect to matters raised in the audit management letter.
 - (c) Review and pass comments to the Senate and, where appropriate, through the Standing and Finance Committee, on the annual financial statements and other relevant documents.
 - (d) Advise the Senate and, where appropriate, through the Standing and Finance Committee, whether the external auditor is likely to issue an unqualified audit opinion on the annual financial statements.
 - (e) Review all significant changes to accounting policies from an audit perspective.
 - (f) Review the risk management practices of the University in all areas of administration including litigation, fraud control and compliance with legislation.
 - (g) Consider and report to the Senate and, where appropriate, through the Standing and Finance Committee, on such other matters as the Senate may deem appropriate.
- 2.3.3 The Committee shall regulate its own proceedings at its meetings.
- 2.3.4 Four members of the Committee shall constitute a quorum and the Committee may function notwithstanding a vacancy in its membership from time to time so long as a quorum remains.
- 2.3.5 The Chair of the Committee shall be appointed by Senate. In the absence of the Senate-appointed Chair the members of the Committee present at the meeting shall elect from amongst themselves a Chair to preside at the meeting.
- 2.3.6 Meetings of the Committee shall be called:
- (a) at such times as the Chair may determine; or

(b) in accordance with the Committee's own determinations; or

(c) at the written request of two members delivered to the Chair.

2.3.7 Casual vacancies on the Committee shall be filled by the Senate.

2.3.8 The Committee may invite such persons to attend and advise the meeting as it sees fit but no person so invited shall have a vote at any meeting of the Committee.

ORIGINATED BY SENATE RESOLUTION: 99/72
DATED: 28 October 1999

COMMON SEAL AFFIXED
BY SECRETARY

AMENDMENT NO: 5
SENATE RESOLUTION: S 2016/038
DATED: 15 June 2016

2.5.1 The Academic Board shall consist of:

- (a) the Vice-Chancellor and President;
- (b) the Provost;
- (c) the Chief Operating Officer;
- (d) the Deputy Vice-Chancellors;
- (e) the Vice President;
- (f) The Pro-Vice Chancellor (Arts and Academic Culture);
- (g) the Pro-Vice Chancellor, International;
- (h) the Pro-Vice Chancellor, Research;
- (i) the Chair of the Academic Board;
- (j) the Executive Deans of Faculties;
- (k) two Professorial Academic Staff members being two Professors at Level E from each Faculty elected in accordance with Statute 8.3.4 by and from the professoriate of the Faculty employed at Level E (excluding those Professors who are members of the Academic Board *ex officio*) to serve for a period of two years;
- (l) two non-Professorial Academic Staff members at Levels A to D from each Faculty elected in accordance with Statute 8.3.5 by and from the non-Professorial Academic Staff of the Faculty employed at Levels A to D to serve for a period of two years;
- (m) the Academic Registrar;
- (n) the Director, Libraries;
- (o) an external Professor or Associate Professor nominated by the Chair of Academic Board on behalf of Academic Board;
- (p) the First Peoples and Equity Pathways representative with an appropriate academic background nominated by the Vice-Chancellor in consultation with the Deputy Vice-Chancellor (eEducation);
- (q) two Students elected by all enrolled Students including undergraduate, postgraduate coursework and postgraduate research Students) in accordance with Statute 8.3.6 to serve for a period of one year commencing 1 January.

2.5.2 The Academic Board is a standing committee of the University Senate. The Academic Board is responsible for all academic matters relating to the University and will advise the Senate and the Vice-Chancellor and President on all developments and initiatives, including quality, relating to the University's teaching and research activities. In addition to the powers and functions of the Academic Board described in Clause 25 of the Constitution, the Academic Board shall be responsible to the Senate:

- (a) to promote excellence in teaching and learning, research and research training in the University;
- (b) to oversee all matters of quality on teaching and learning and research within the University;
- (c) to oversee quality assurance and quality implementation in relation to the academic functions of the University;
- (d) to formulate, further and coordinate academic policy, programs and regulations throughout the University, including communication with the academic community;
- (e) to recommend new courses to the Senate for approval and to approve new non-award courses;
- (f) to consider and approve and, where necessary, initiate reviews and audits of existing courses;
- (g) to develop and monitor the implementation and effectiveness of academic policies and undertake periodic review thereof;
- (h) to refer matters to Faculties for consideration and report;
- (i) to consider and take action on reports from Faculties;
- (j) to advise on academic aspects of the formulation and review of the University's Strategic Plan;
- (k) to approve and oversee the implementation of the University Learning and Teaching and Research Plans;
- (l) to ensure course development and review, teaching and learning, research and research training align with the University's Strategic Plan;
- (m) to foster discourse on issues related to higher education and the University's Identity and Mission in the sector;
- (n) to provide advice on relevant recommendations of internal and external reviews of the University's organisational units;
- (o) to undertake regular reviews of the Terms of Reference of its Standing Committees and to approve these Terms of Reference; and
- (p) to exercise other functions delegated by the Senate to the Academic Board.

2.5.3 Only a person of the rank of Professor or Associate Professor will be eligible to serve as Chair of the Academic Board.

2.5.4 The Chair of the Academic Board will be appointed by the Senate upon the recommendation of the Vice-Chancellor and President, subject to fulfilment of the following process:

- (a) No less than ten (10) weeks prior to the expiry of the Chair of Academic Board's term of office, Professors and Associate Professors who are members of Academic Board will be invited to indicate their willingness to serve as Chair. Such persons will be given no less than two (2) weeks in

which to respond and will be required to submit a written statement as to their suitability for the office.

- (b) At the conclusion of the process prescribed by Statute 2.5.4(a), all members of Academic Board will be notified of the names of any Professor or Associate Professor who has indicated a willingness to serve, along with a copy of their written statement.
 - (c) The Vice-Chancellor and President will then invite members of Academic Board to indicate, in writing, their support for any persons identified under Statute 2.5.4(b) or any other Professor or Associate Professor who is a member of Academic Board. This process will be undertaken in confidence and members of Academic Board may provide reasons for their support, or otherwise. Members of Academic Board will be given no less than three (3) weeks to communicate with the Vice-Chancellor and President under this Statute 2.5.4(c).
 - (d) The Vice-Chancellor and President will consider the views so received under Statute 2.5.4(c) and is at liberty to consult with members of Academic Board at their discretion.
 - (e) The Vice-Chancellor and President will recommend, to Senate, an eligible member of Academic Board to serve as Chair.
- 2.5.5 The term of the Chair is three years. The Chair of the Academic Board is eligible for re-appointment, so long as no more than two consecutive terms have been served.
- 2.5.6 Where a casual vacancy occurs, the provisions in Statute 2.5.9 or 2.5.10 shall apply until such time as the requirements of Statute 2.5.4 have been fulfilled.
- 2.5.7 A member appointed to fill a casual vacancy in the office identified in Statute 2.5.4 shall hold office for the remainder of the term of office.
- 2.5.8 The Academic Board shall elect, in accordance with Statute 8.3.3, one of its Academic Staff members to be Deputy Chair for a term of two years. Only a person of the rank of Professor or Associate Professor will be eligible to serve as Deputy Chair of the Academic Board. Any person so elected shall be eligible for re-election after the expiry of their term of office, so long as no more than two consecutive terms have been served.
- 2.5.9 The Deputy Chair is to act as Chair in the absence of the Chair or during any vacancy in office of the Chair of Academic Board.
- 2.5.10 In the absence of both the Chair and Deputy Chair at any meeting, the members of the Academic Board present must elect a person who is a member of the Academic Board to chair the meeting. Any such election shall be conducted at the direction of the Secretary or the Director of Governance.
- 2.5.11 The Academic Board may appoint such committees as it thinks fit and may by resolution delegate any of its powers, authorities, duties and functions (other than this power of delegation) to any such committee, or to any officer of the University. Every delegation under this section shall be revocable by resolution of the Academic Board and no such delegation shall prevent the exercise or discharge by the Academic Board of any of its powers, authorities, duties or functions.
- 2.5.12 The Academic Board shall meet:

- (a) on such occasions as may be necessary for the despatch of its business but not less frequently than once per semester; and
- (b) when convened:
 - (i) by the Chair at their discretion; or
 - (ii) on the written request of the Chancellor, the Vice-Chancellor and President or ten members of the Academic Board.

2.5.13 The Academic Board shall regulate its own proceedings at its meetings.

2.5.14 A majority of the members of the Academic Board shall constitute a quorum and the Academic Board may function notwithstanding a vacancy in its membership from time to time so long as a quorum remains.

2.5.15 At a meeting of the Academic Board, each Academic Board member shall have one (1) vote.

2.5.16 Associate Vice-Chancellors are entitled to attend Academic Board meetings, engage in discussion and debate at Academic Board meetings, but shall not have voting rights.

2.5.17 Despite the amendments made to section 2.5.5 and 2.5.8 with respect to consecutive terms, any person who holds the position of Chair or Deputy Chair under this Statute immediately prior to the commencement date, may be subsequently re-appointed or re-elected irrespective of the time served in office up to the commencement date.

2.5.18 For the purposes of section 2.5.17 above, the commencement date is 10 April 2017.

**ORIGINATED BY SENATE RESOLUTION:91/83
AFFIXED**

DATED: 29-30 October 1991

COMMON SEAL

BY SECRETARY

AMENDMENT NO: 22

SENATE RESOLUTION: S 2019/064

DATED: 17 October 2019

2.6.1 There shall be the following faculties:

- (a) Faculty of Education and Arts;
- (b) Faculty of Health Sciences;
- (c) Faculty of Law and Business;
- (d) Faculty of Theology and Philosophy; and
- (e) such other and further Faculties as the Senate may by resolution from time to time establish.

2.6.2 A Faculty shall consist of:

- (a) all the members of the Academic Staff;
- (b) the general staff;
- (c) sessional and casual academics;
- (d) academics holding adjunct or honorary appointments; and
- (e) research fellows,

assigned to the constituent National Schools, and any Centres Academies, Research Institutes or other entities within the Faculty.

2.6.3 The functions and responsibilities of a Faculty include (subject always to the Constitution and any Statutes or Regulations made by the Senate):

- (a) supervising the teaching, examining and assessment in subjects for the Degrees, Diplomas and Other Awards of the Faculty;
- (b) making recommendations to the Academic Board on award regulations, course development and course changes;
- (c) authorising examination and assessment results and the determination of student progress;
- (d) encouraging scholarship and research;
- (e) submitting to the Academic Board recommendations on any matters concerning teaching, scholarship and research within the Faculty;
- (f) considering and reporting on any matters referred to it by the Academic Board.

2.6.4 Each Faculty shall establish a Faculty Board which shall consist of:

- (a) the Executive Dean of the Faculty who shall act as the Chair of the board and who shall appoint a Deputy Chair as may be required from time-to-time from a member comprising the group of Deputy Deans, Associate Deans, Learning and Teaching and Associate Deans, Research;
- (b) the Deputy Deans Faculty of Health Sciences;

- (c) the Associate Dean, Learning and Teaching and the Associate Dean, Research of the Faculty;
 - (d) the National Head of School for each School;
 - (e) two Academic Staff members being two Professors from the Faculty employed at Level E elected by and from the professoriate of the Faculty employed at Level E in accordance with the procedures for election specified in Statute 8.2 (excluding those Professors who are members of the Faculty Board *ex officio*) to serve for a period of two years;
 - (f) no more than two non-Professorial Academic Staff members from the Faculty employed at Levels A to D in each National School in respect of which the Faculty operates, who shall be elected by the non-Professorial Academic Staff of the Faculty employed at Levels A to D in each such National School in accordance with the procedures for election specified in Statute 8.2, and who shall hold office for a period of three years;
 - (g) no more than two enrolled students of the Faculty appointed by the Executive Dean or, in default, by the Vice-Chancellor, who shall hold office for a period of one year;
 - (h) the Directors of each Centre attached to the relevant Faculty, *ex officio*;
 - (i) the Directors of each Academy attached to the relevant Faculty, *ex officio* and, in the case of the Academy for Religious Education (Faculty of Education and Arts), the Director shall be an *ex officio* appointment to the Faculty Board for both the Faculty of Education and Arts and the Faculty of Theology and Philosophy;
 - (j) the Directors of each of the Research Institutes attached to the relevant Faculty, *ex officio*); and
 - (k) a nominee of the Director of the First Peoples and Equity Pathways Directorate.
- 2.6.5 Upon recommendation of the Provost to the Vice-Chancellor, following consultation with the respective Faculty Executive Deans, one member of the Academic Staff of the National School of Theology or the National School of Philosophy shall be appointed to each Faculty Board other than that of the Faculty of Theology and Philosophy and shall hold office for a period of three years. In the case of the Faculty of Education and Arts, the appointee is the Executive Dean of the Faculty of Theology and Philosophy.
- 2.6.6 The Faculty Board shall, on behalf of the Faculty, carry out and discharge the functions specified in Section 2.6.3 of this Statute.
- 2.6.7 The Executive Dean of the Faculty may preside at a meeting of the Faculty Board, but if there is no Executive Dean appointed, or in the absence of the Executive Dean, the relevant Deputy Chair of the Faculty Board appointed in accordance with Section 2.6.4(a) shall preside. If there is no Deputy Chair appointed, or in the absence of the Deputy Chair, another member elected by the members present shall preside.
- 2.6.8 The Faculty Board shall regulate its own proceedings at its meetings.
- 2.6.9 One half plus one of the members of the Faculty Board shall constitute a quorum and the board may function notwithstanding a vacancy in its membership from time to time so long as a quorum remains.

2.6.10 Faculty Boards shall be responsible to the Academic Board:

- (a) to provide strategic advice on Faculty directions for new courses, programs and research agenda;
- (b) to report on the Faculty's Strategic and Operational Plans;
- (c) to promote excellence in teaching and learning, research and research training, community engagement and internationalisation of the Faculty;
- (d) to provide advice and implement academic policy and regulations throughout the Faculty;
- (e) to oversee the development and implementation of new and revised courses;
- (f) to make recommendations to the Academic Board on award regulations, course development and course changes;
- (g) to submit to the Academic Board, recommendations on any matters concerning teaching, scholarship and research within the Faculty;
- (h) to oversee the teaching, examining and assessment in subjects for Faculty awards;
- (i) to oversee quality assurance, improvement and evaluation in relation to the academic work of the Faculty;
- (j) to refer matters to Schools, Centres, Academies, Research Institutes and Standing Committees for consideration and report, and consider and take action on reports from Schools, Centres, Academies, Research Institutes and Standing Committees;
- (k) to consider and report on any matter referred to it by the Academic Board;
- (l) to facilitate and support the work of Schools, Centres, Academies and Research Institutes;
- (m) to promote discussion and debate on matters of relevance to higher education;
- (n) to provide advice on relevant recommendations of internal and external reviews of the University's organisational units; and
- (o) to exercise other functions delegated by the Academic Board to the Faculty Board.

2.6.11 A Faculty may appoint committees to carry on the day-to-day management of all or part of the Faculty's affairs and may, with the consent of the Academic Board, delegate any of its powers to such committees.

**ORIGINATED BY SENATE RESOLUTION:91/83
AFFIXED**

DATED: 29-30 October 1991

AMENDMENT NO: 15

SENATE RESOLUTION: S 2019/064

DATED: 17 October 2019

COMMON SEAL

BY SECRETARY

- 2.7.1 As determined by the Senate, after receiving advice from the Vice-Chancellor and the Academic Board, there shall be Centres, Academies and Research Institutes to promote strategic disciplines nationally and to foster interdisciplinary initiatives.
- 2.7.2 Resolutions of the Senate under Section 2.7.1 of this Statute shall define the relationship between the Centres, Academies and Research Institutes and any constituent Faculties.
- 2.7.3 There shall be a Dean or Director (as appropriate) of each Centre, Academy and Research Institute who shall normally act as the executive officer of the Centre, Academy or Research Institute and who shall be assigned by the Vice-Chancellor with advice to Senate.
- 2.7.4 The general principles for the organizational relationship between Academies, Faculties and the Senior Management of the University shall be as follows:
- (a) An Academy will have a significant measure of autonomy within its host Faculty.
 - (b) An Academy will be headed by a person holding the title of Dean or Director.
 - (c) The Dean or Director will be responsible to the Provost for the strategic directions of an Academy and for its overall performance.
 - (d) An Academy will have a dedicated operational budget and primary responsibility for managing it.
 - (e) Where appropriate, a Deputy Dean or Associate Director may be appointed to support the Dean or Director in the operation of an Academy.
 - (f) The Dean or Director shall establish an Advisory Board for the Academy. The Advisory Board will include senior members of Academy staff and senior members of the profession(s) to which the Academy relates.

ORIGINATED BY SENATE RESOLUTION:27/2006
DATED: 15 June 2006

**COMMON SEAL AFFIXED
BY SECRETARY**

AMENDMENT NO: 3
SENATE RESOLUTION: S 2015/089
DATED: 12 November 2015

- 2.8.1 There shall be such and so many National Schools as the Senate shall determine after receiving advice from the Vice-Chancellor and the Academic Board.
- 2.8.2 Each National School shall belong to only one Faculty.
- 2.8.3 Resolutions of the Senate under Section 2.8.1 of this Statute shall define the academic and administrative structures of the National School concerned, define the relationship between the National School and its constituent parts, provide for the appointment of a National Head of School and define the powers and responsibilities of the National Head of School with respect to the National School and its constituent parts.
- 2.8.4 There shall be a National Head of School for each National School who shall act as the executive officer of the National School and who shall be appointed by the Vice-Chancellor with advice to Senate.

ORIGINATED BY SENATE RESOLUTION:91/83
DATED: 29-30 October 1991

COMMON SEAL AFFIXED
BY SECRETARY

AMENDMENT NO: 3
SENATE RESOLUTION: S30/2013
DATED: 21 November 2013

- 2.9.1 There shall be an Honorary Awards Committee of the Senate consisting of:
- (a) the Chancellor (Chair);
 - (b) the Vice-Chancellor (ex-officio);
 - (c) the Chair of the Academic Board;
 - (d) one member of Senate appointed under Clause 13.2(f) of the Constitution (external member);
 - (e) one member of Senate appointed under Clause 13.2(g) of the Constitution (external member); and
 - (f) one Academic Staff member of Senate elected under Clause 13.2(h) of the Constitution.
- 2.9.2 The Honorary Awards Committee shall, subject to the direction and control of the Senate, exercise the following functions:
- (a) Periodically review rules governing circumstances for the awarding of honorary degrees and other public awards of the University.
 - (b) Invite and consider proposals for the awarding of honorary degrees and other public awards and make recommendations to Senate in relation to such proposals.
- 2.9.3 The Honorary Awards Committee shall regulate its own proceedings at its meetings.
- 2.9.4 A majority of the members of the Honorary Awards Committee shall constitute a quorum and the Honorary Awards Committee may function notwithstanding a vacancy in its membership from time to time so long as a quorum remains.
- 2.9.5 Meetings of the Honorary Awards Committee shall be called:
- (a) at such times as the Chair of the Honorary Awards Committee may determine; or
 - (b) in accordance with the Honorary Awards Committee's own determinations; or
 - (c) at the written request of three members delivered to the Chair of the Honorary Awards Committee.
- 2.9.6 Casual vacancies on the Honorary Awards Committee shall be filled by the Senate.

- 2.9.7 The Honorary Awards Committee may invite such persons to attend and advise the meeting as it sees fit but no person so invited shall have a vote at any meeting of the Honorary Awards Committee.

ORIGINATED BY SENATE RESOLUTION:92/72
DATED: 29 October 1992

COMMON SEAL AFFIXED
BY SECRETARY

AMENDMENT NO: 6
SENATE RESOLUTION: S 2018/008
DATED: 20 February 2018

2.10.1 There shall be a Nominations and Remuneration Committee of the Senate that reports directly to Senate consisting of the following:

- (a) the Chancellor (Chair);
- (b) the Pro-Chancellor (ex-officio);
- (c) the Vice-Chancellor (ex-officio);
- (d) the Chair of the Academic Board; and
- (e) the Chair of the Audit and Risk Committee.

2.10.2 The Nominations and Remuneration Committee shall, subject to the direction and control of the Senate, exercise the following functions:

- (a) act as a conduit between the State Chapters and Senate in relation to the nomination of Senators pursuant to clause 13.2(f) of the Constitution;
- (b) consider and advise Senate regarding the appointment of Senators pursuant to clause 13.2(g) of the Constitution;
- (c) consider and advise Senate regarding the Vice-Chancellor's remuneration as defined in clause 32.1 of the Constitution; and
- (d) obtain legal, financial or other independent professional advice from external persons or bodies with relevant experience and expertise, at ACU's expense, on matters falling within the Terms of Reference of the Committee.

2.10.3 The Nominations and Remuneration Committee shall regulate its own proceedings at meetings.

2.10.4 Four members of the Nominations and Remuneration Committee shall constitute a quorum. Should the quorum include the Vice-Chancellor during a meeting in which the Committee considers:

- (a) the Vice-Chancellor's remuneration: and/or
- (b) any issue upon which the Vice-Chancellor has specifically sought advice from the Committee in the Vice-Chancellor's capacity as Vice-Chancellor; and/or
- (c) any other matter in respect of which the Vice-Chancellor is required to be absent from the meeting on the basis of any real or perceived conflict of interest,

the quorum for the Committee shall be reduced to three for any such period of the Vice-Chancellor's absence.

2.10.5 Meetings of the Nominations and Remuneration Committee shall be called:

- (a) at least twice per year; or
- (b) upon the request of at least two members of the Nominations and Remuneration Committee.

ORIGINATED BY SENATE RESOLUTION: S 2016/038
DATED: 15 June 2016

**COMMON SEAL AFFIXED
BY SECRETARY**