

ADMINISTRATIVE GOVERNANCE POLICY



Approved by Council: 3 December 2014

Revised by Council: 28 November 2018

Related documents

The University of Divinity Act 1910 (Victoria) (the Act) Section 6 (2) (h)

1. Rationale and Objectives

- 1.1 This policy establishes how the University Council and Academic Board exercise their responsibilities in the development, approval, promulgation, storage, and review of the University's Regulations, Determinations, Policies and Procedures and the preparation and conduct of meetings.
- 1.2 This policy provides the University with a governance framework for developing, approving, reviewing and maintaining its Regulations, Determinations, Policies and Procedures, and for ensuring consistency in the development, presentation and distribution of these documents and other meeting papers.
- 1.3 This policy prescribes the procedures to be used in administrative governance of all University Committee meetings.

2. Scope

- 2.1 This policy applies to the development, approval, and review of all Regulations, Determinations, Policies and Procedures of the University.
- 2.2 This policy applies to the administrative governance of all University Committee meetings.
- 2.3 This policy applies to all members of University Committees in relation to the preparation and conduct of meetings and the development, approval and revision of Regulations, Determinations, Policies and Procedures.

3. Principles

- 3.1 The University's governance standards, practices and documents (including Regulations, Determinations, Policies and Procedures) are in accordance with the Act and other relevant legislation and support compliance with the Higher Education Standards Framework.
- 3.2 The University consults and makes decisions in ways appropriate to its collegiate structure.
- 3.3 Regulations, Determinations, Policies and Procedures of the University must:
 - a) Align with, support and facilitate the implementation of the University's vision, mission, and strategy.
 - b) Represent the formal position or intent of the University.
 - c) Ensure compliance with statutory and regulatory requirements.

- d) Embody principles of good management and best practice.
- e) Ensure equity, transparency and fairness.
- g) Be achievable within the University's resources.
- h) Be written in plain language.
- i) State clearly the owner of the document.
- j) State clearly roles and responsibilities.
- k) Identify related documents which impact upon the operation of the document.
- l) State the history of development and review of the document.
- m) Provide for authorisation of any procedures necessary for the execution of the document
- n) Be publicly available on the University website
- o) Be regularly and systematically reviewed.

3.4 Changes to Regulations, Determinations, Policies and Procedures are advertised to members of the University in a timely and effective and manner.

3.5 Induction and training is provided to members of the University in the discharge of responsibilities under relevant Regulations, Determinations, Policies and Procedures of the University, especially when significant changes are made.

3.6 Committee meetings are conducted in a transparent, just and ethical manner in accordance with the University's values and best practice in contemporary governance.

4. Definitions

4.1 Action item: A clearly defined task that arises from the meeting and must be dealt with by a particular date by the delegated person/s. A report of completion is to be provided to the delegating authority by the set date.

4.2 Agenda: A list of items to be considered at a meeting.

4.3 Committee: For the purpose of this Policy "Committee" means the University Council, the Academic Board, a Committee of the Council or Academic Board, or a Committee, Panel, or Working Group of the University constituted by the Council, Academic Board or Vice-Chancellor.

4.4 Delegation: The delegation of the determination of a decision assigned to a committee or officer of the University by Council, Academic Board or the Delegations Policy.

4.5 Determination: A record of decisions enacted by the Council or the Academic Board under authority provided or required by a Regulation.

4.6 Minutes: A true and accurate record of the proceedings of a meeting and the decisions taken.

- 4.7 Policy: A statement of the mandatory principles guiding the University's operations and significant decision-making.
- 4.8 Procedure: A statement of the University's mandatory prescribed processes, practice and/or actions, which give effect to a policy.
- 4.9 Regulation: A directive or rule made and maintained by Council under an authority granted by the Act.

5. Meetings

- 5.1 University Committee meetings are administered in accordance with the meeting procedures prescribed in the Meeting Procedures approved by the Vice-Chancellor as Schedule A to this Policy.
- 5.2 The Vice-Chancellor is responsible for ensuring each meeting has appropriate secretarial support.
- 5.3 Meeting dates for all University Committees are set by the Vice-Chancellor and must be published on the University website no later than the 31 August of the preceding year. Meeting dates may only be varied if:
- a) all members of the Committee consent to the change; and
 - b) the Vice-Chancellor is able to ensure sufficient secretarial support is available.
- 5.4 A record must be created of each meeting in the form of minutes. Minutes must:
- a) document the time and place of the meeting, who was present at the meeting, what matters were put before the meeting, and all decisions made at the meeting
 - b) be confirmed by the members of the Committee present at the meeting either by electronic circulation or by a resolution adopted at the next meeting of the Committee
 - c) be recorded permanently together with a copy of the agenda and all documents considered at the meeting.

6. Decisions

6.1 Delegation of Decisions

- 6.1.1 A Regulation, Determination or Policy may delegate the determination of a decision to a specified board, committee or officer of the University provided that such delegation is in accordance with the provisions of section 18A of the Act and, where applicable, the University's Delegations Policy.
- 6.1.2 Authority to approve a Regulation or Policy may not be delegated.

6.2 Forms of Decisions

- 6.2.1 Decisions: These are matters which the Committee has power to resolve. They must be clearly recorded in the minutes of the meeting.

- 6.2.2 Recommendations: These are matters which the Committee has no delegated power to resolve and which the Committee recommends to the superior body. They must be presented in a way which coherently and concisely identifies the proposed course of action. Recommendations must be supported by providing background information in the form of an attachment to the agenda.
- 6.2.3 Reports: These are decisions taken by the reporting Committee or officer of the University acting under a delegation from the superior body. The text of matters for report does not need to provide the level of detail included in the text of a recommendation. Reports are provided in the form of an attachment to the agenda.

6.3 Disputed Decisions

- 6.3.1 Where a University Committee member considers that a draft minute is not in accordance with the member's understanding of the discussion or decision made, the member should report this matter to the Chair via the meeting secretary. The Chair decides if the action regarding this matter is to continue, or to be held over until the next meeting of the body.
- 6.3.2 Where a member of a Committee which determines policy, or where a member of a Committee implementing policy, considers that the implementation of a policy has been misinterpreted or implemented incorrectly, that member must communicate his or her concerns to the Vice-Chancellor in writing. The Vice-Chancellor has authority to resolve the matter or to take any steps necessary to seek a resolution of the matter.
- 6.3.3 Unless lack of good faith, bias, malice or prejudice is alleged, an implemented decision of a body engaged in governance activities of the University is not subject to question or review. The policy applied in making the decision can, however, be reviewed for future application.

7. Approvals

- 7.1 A Regulation may only be approved by the Council, as prescribed by the Act.
- 7.2 A Regulation may authorise the making of Determinations by Council or, in relation to academic matters only, Academic Board. Determinations made by Council or Academic Board must be appended to the published copy of the Regulation.
- 7.3 A Policy may only be approved by either the Council or, in relation to academic matters only, Academic Board. In exceptional circumstances a Policy may be approved by the Vice-Chancellor. Any Policy approved by the Vice-Chancellor must be reported to the next regular meeting of the Council or Academic Board for confirmation or amendment.
- 7.4 A Policy may delegate the approval of procedures to the Vice-Chancellor or a University Committee.
- 7.5 Regulations, Determinations, Policies and Procedures must be developed in consultation with appropriate stakeholders, having particular regard for the impact of the proposal on the Colleges and members of the University.
- 7.6 Approval of the Vice-Chancellor must be obtained prior to commencement of development or revision of a Policy or Procedure.

8. Reviews

- 8.1 All Policies and Procedures must be reviewed at least once every five years.
- 8.2 The date for review of a new Policy or Procedure must be set at the time of its approval, having regard to its nature and intentions, and taking into account the extent to which an early initial review would be beneficial.
- 8.3 The next date for review of an existing Policy or Procedure must be determined at the time of completion of the review.
- 8.4 The date when each policy was last reviewed must be stated on the Policy.
- 8.5 Regulations, Determinations, Policies, and Procedures must be reviewed in consultation with appropriate stakeholders, having particular regard for the impact of the review on the Colleges and members of the University.
- 8.6 Approval of the Vice-Chancellor must be obtained prior to commencement of an unscheduled review of a Policy or Procedure.

9. Implementation, Communication and Publication

- 9.1 Implementation and communication plans should be prepared for all new or revised policy documents.
- 9.2 A University Gazette is to be published by the University Secretary no later than 6 weeks after every Council meeting. The University Gazette:
 - a) must record all Regulations, Determinations, Policies and Procedures approved, amended or repealed since the previous Gazette was issued
 - b) may record other announcements such as appointments, agreements or major events at the discretion of the University Secretary.
- 9.3 The approval, amendment or repeal of a Regulation, Determination, Policy or Procedure may only take effect from the day on which that information is published in the University Gazette, or on a later date determined by the Council or Academic Board which later date must be published in the University Gazette.
- 9.4 The amended or approved form of revised or new Regulations, Determinations, Policies and Procedures must be published on the University website no later than the time of publication of the University Gazette in which these have been announced.
- 9.5 Regulations, Determinations, Policies and Procedures must be accessible to members of the University and appropriate external stakeholders which is usually achieved through publication on the University website.

10. Records

- 10.1 The University Secretary must maintain the following records to support the administrative governance of the University and to ensure the effective communication and review of Regulations, Determinations, Policies and Procedures:
 - a) Glossary of Terms

- b) Regulations Register
- c) Policy Register
- d) Course Register
- e) A Membership Register for each University Committee
- f) A record of all minutes, agendas, and attachments for each University Committee.

12. Induction of new Chair or committee members

- 12.1 The Chair of a University Committee must attend an induction session with either the Vice-Chancellor, Chair of the Academic Board or the University Secretary within three months of appointment.
- 12.2 A new Committee member must attend an induction session with the Chair of the Committee within three months of appointment. In the case of more than one new member joining the Committee, an induction session may be arranged at the start of a Committee meeting.

13. Date of next review

- 13.1 This Policy must be reviewed no later than 31 December 2023.

MEETINGS PROCEDURES



Approved by the Vice-Chancellor: 28 November 2018

Revised by the Vice-Chancellor: None

All Council, Academic Board and Committee meetings are administered by the Secretariat in the Office of the Vice-Chancellor. The University Secretary is available to provide governance advice and assistance to Chairs and committee members.

1. Meeting Documents

- 1.1 Prescribed University document templates available on the University website are to be used for agendas, minutes, chair's report, action items and attachments.
- 1.2 All meeting documents must be converted to PDF before distribution. It is also preferred that the documents be distributed as a combined single PDF file.
- 1.3 High-resolution images (including stationary graphics) and scanned documents should be avoided wherever possible to assist in providing documents at a manageable size for emailing and downloading by committee members. Where a scanned document is unavoidable, the document should be scanned at a low to medium resolution.

2. Workplan

- 2.1 The Committee Chair and meeting secretary must prepare an annual workplan for approval at the first meeting of the Committee each year.
- 2.2 The workplan is based on the terms of reference of the Committee and ensures that the Committee is meeting all of its responsibilities.
- 2.3 The workplan is to be used in the preparation of the agenda.

3. Agenda

- 3.1 Agendas presented to Council and the Academic Board must include confirmed minutes of meetings of their respective reporting Committees, and corresponding Chair's Reports of recent meetings, the minutes of which have not been confirmed.
- 3.2 The meeting secretary is responsible for preparation of a draft agenda in consultation with the relevant member of the Office of the Vice-Chancellor's Senior Management Team.
- 3.3 A call for agenda items, if so required by the committee, should go out to committee members no later than three weeks before the date of the meeting. Members must respond to the secretary within five working days.
- 3.4 Items included in an agenda are: standard procedural items which include welcome, apologies, confirmation of draft minutes, noting of confirmed and action items; business arising from action items that are due; items from the annual workplan; and, items that members may wish to include.
- 3.5 The draft agenda must be forwarded to the Chair of the committee for amendment and approval no later than two weeks (14 days) before the meeting. The Chair must return the final Agenda to the secretary within five working days.

- 3.6 Each item on the agenda should be numbered sequentially (1, 2, 3, 4, etc.). Sub-items, indented numbers, and alphabetical categories (1.1, 3a, etc.) must be avoided. Headings may be added to the agenda if required in bold capital letters but without a number (e.g. CORRESPONDENCE).
- 3.7 Wherever possible an item on the agenda should include a motion for decision by the meeting. The text of a motion should **clearly state** the proposed decision, the person or body responsible for its execution, and a date by which it should be completed.
- 3.8 If the Chair, Vice-Chancellor or Director are the presenter of an item, they are to be referred to by their title and not their name. Members presenting are referred to by their full name.
- 3.9 Most items on the agenda will be accompanied by an attachment bearing the same number. The agenda should include the name of the presenter underneath each item.
- 3.10 All meetings use a starring process to expedite business. In deciding the agenda, the Chair and secretary are responsible for starring items on the agenda. Items not of a contentious nature and unlikely to require discussion should be left unstarred. At the beginning of each meeting the Chair moves a procedural motion for the adoption of all unstarred items.
- 3.11 The agenda and meeting papers must be circulated by the meeting secretary to all members of the committee at least one week (7 days) prior to the meeting.
- 3.12 The agenda document title should be in the format '1_YYYY-MM-DD_<Document Name as provided in the abbreviation list >_<Committee Name as provide in the abbreviation list>' eg: 1_2018-10-24_AGE_COUNCIL

4. Attachments

- 4.1 An attachment for an agenda item is to be provided by the presenter of the item on the prescribed 'attachment' template. This should be submitted to the meeting secretary no later than two weeks before the meeting date.
- 4.2 The assembly of attachments for a meeting is the responsibility of the secretary for that meeting.
- 4.3 Each attachment must be clearly labelled with the text 'Attachment #' in the top right-hand corner in italic capital letters (e.g. *ATTACHMENT 2*). The number # must correspond to the number of the relevant item on the agenda.
- 4.4 The footer of the attachment should identify the name of the document and the page numbers. There is no need to include the attachment number or meeting title.
- 4.5 Where an attachment is a draft regulation, policy, or similar document, the attachment must record the sequence of approvals of the document and its status (draft, revision, etc.).
- 4.6 Copies of all attachments circulated to a meeting must be included in the records of that meeting.
- 4.7 The attachment document title should be in the format '<attachment number>_<attachment name>' where the number corresponds to the number of the

relevant item on the agenda (e.g. '22_Admissions Report'). Do not use abbreviations such as 'Att' before the number. Keep the name of the attachment as concise as possible.

4.8 Where possible ensure that there is only one attachment per agenda item. This may require stitching two or more documents into one.

5. Minutes

5.1 Minutes of a meeting must record attendance (including those present but not members), the outcome of each item on the agenda including the full text of any motion carried or recommendations adopted, and, where necessary, a brief summary of any points raised in discussion relevant to understanding the outcome. Minutes are not, however, a verbatim record of discussion.

5.2 The final text of a motion must be recorded in the minutes in a box. The mover and seconder of a motion are not normally recorded, only the outcome. The standard outcomes are: carried; motion withdrawn; motion not put; or, the number of votes each for and against, if the motion is not carried unanimously. An abstinence from voting must be recorded in the minutes with the name of the person abstaining and a reason.

5.3 Action items are not to be recorded in the minutes. These are recorded in the separate Action Items document.

5.4 Minutes of a meeting must record the start and end time of a meeting, and the late arrival or early departure of any member within the duration of the meeting.

5.5 When a member attends a meeting by video or telephone conference, this should be clearly recorded in the minutes.

5.6 Where a meeting has been held by email circulation, a Record of Electronic Circulation should be prepared in lieu of minutes clearly noting the reason for holding an electronic meeting, and the outcomes of this meeting. This form of meeting is not encouraged unless there is a compelling reason for it.

5.7 Draft minutes of a meeting are to be assembled by the meeting secretary and forwarded to the Chair no later than one week (7 days) after a meeting for revision. The Chair must return the draft minutes to the secretary within one week (7 days).

5.8 Unconfirmed minutes of a meeting as approved by the Chair must be circulated to all members within two weeks (14 days) together with the updated list of action items.

5.9 Unconfirmed minutes must be presented to the next meeting of the committee for confirmation. Where any changes are made, the final confirmed copy of the minutes must be distributed to members at the meeting after the one at which changes were made.

5.10 The meeting secretary of the following committees is to ensure that the Chair signs a hard copy of the confirmed minutes, and that this copy is placed in records: Council, Academic Board, Finance and Investment Committee and, Risk Management and Audit Committee.

5.11 Subject to amendments being approved and the minutes of the meeting accepted, they are to be regarded as a true and accurate record of the meeting.

6. Motions

6.1 A motion is a proposal put forward by the presenter that prescribes what should be done next to further the resolution of the issue.

6.2 All motions are tested by being put to a vote and then if agreed to by a majority vote, are deemed to have been 'carried' and consequently become a resolution.

6.3 Use simple language to write a motion and word it in such a way that it allows a 'yes' vote. Keep the motion short and to the point.

6.4 As a motion can have legal effect, the motion must be noted in the Minutes along with whether it was carried or not.

7. Action items

7.1 The secretary of a committee is responsible for maintaining a separate list of action items which is to be reported to each meeting of the committee for noting.

7.2 The action items document must record the date of the meeting and agenda item number of each item, a short description of the item and action required, the person or group responsible, the due date of the item, and the status of the item. Wherever possible use the words of a motion from the minutes in the description of the action item.

7.3 The action items are circulated with the draft minutes, with any completed items noted at the meeting removed, and new or amended items agreed at the meeting added.

7.4 The action items are updated prior to the next meeting and circulated with the agenda. Any completed items are to be noted as 'completed' to ensure a record of action on each item is recorded in the meeting papers.

7.5 If an item is rescheduled, the original due date is kept at the top with a strike through even if the action item is rescheduled several times. This ensures that there is a record of when the item was originally due, and the time it has taken for it to be completed.

7.6 Items that are recommended to Council or the Academic Board for approval are recorded on the top of the Action Item list and the status reported back to the committee.

8. Chair's Report

8.1 The confirmed minutes of a meeting are reported to the parent body of that Committee (usually Academic Board or Council).

8.2 Unconfirmed or draft minutes are not reported to the parent body. Instead a Chair's report is prepared by the meeting secretary. This should be done at the same time as draft minutes are prepared and sent to the committee Chair for approval.

8.3 The Chair's Report is in the format of a list of decisions made by the committee. The commentary should be a brief paragraph of no more than two or three sentences. The detail of the meeting will be provided in the confirmed minutes.

8.4 Confirmed minutes and Chair's reports should be forwarded by email to the meeting secretary of the parent body for inclusion in the meeting papers.

9. Electronic Voting

9.1 Electronic voting of matters is not encouraged and is only to be use if it is of critical importance that the issue be resolved before the next scheduled meeting.

9.2 The Chair of the committee must grant permission for electronic voting to occur.

9.3 A suitable reason as to why this needs to occur is to be provided to the Chair and committee members.

9.4 The Chair has the right to deny the request for electronic voting if they deem the matter requires the opportunity of discussion and debate.