

GOVERNANCE POLICY



Current version in effect from: 10 Nov 2022
Approved by Council: 3 Dec 2014
Revised by Council: 28 Nov 2018, 11 Mar 2020, 10 Mar 2021, 9 Mar 2022, 10 Aug 2022, 9 Nov 2022

Related documents

The University of Divinity Act 1910 (Victoria) ("the Act")

Delegations Policy

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, Policies and related documents, 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, Policies and related documents, 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 meetings of Committees of the University.

2. Scope

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

3. Principles

- 3.1 The University's governance standards, practices and documents 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 and to the Principles of its Strategic Plan.
- 3.3 Regulations and Policies of the University must:
 - a) Align with, support and facilitate the implementation of the University's Vision, Mission, and Strategic Plan
 - 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
- f) Avoid duplication and excessive proliferation of documents
- g) Be achievable within the University's resources
- h) Be written in plain language
- i) State clearly the approval authority for the document and, for Policies, the Policy Steward
- 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 Schedules or 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, Policies and related documents are advertised to members of the University in a timely and effective manner.

3.5 Induction and training are provided to members of the University in the discharge of responsibilities under relevant Regulations, Policies and related documents 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 task created by a Committee which has clear parameters, a responsible person or body, and a due date. Progress or closing reports on action items are submitted to the Committee which created the action item.

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

4.3 **Agreement:** A Legal Agreement or Memorandum of Understanding..

4 Amendments:

- a) A Consequential Amendment brings a Policy into conformity with a legal requirement, or changes of name or terminology including those in other Regulations or Policies, or to ensure consistency with the University's regulatory hierarchy.

- b) An Editorial Amendment includes updating a Policy to remove redundant terminology or typographical changes such as amending spelling, grammar, links or formatting that do not change the substance of a Policy.
- c) A Substantive Amendment includes changes to the substance of a Regulation or Policy document.

4.5 **Approval pathway:** The pathway through which a Policy must proceed in order to be approved.

4.6 **Committee:** The University Council; the Academic Board; a Committee of the Council or Academic Board; or a Committee, Panel or Working Group constituted by the Council, Academic Board or Vice-Chancellor.

4.7 **Delegation:** The delegation by the Council of authority to a Committee or officer of the University to make a decision, in accordance with section 18A of the Act and as set out in a Regulation or Policy or recorded in the Delegations Policy.

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

4.9 **Policy:** A statement of the mandatory principles guiding the University's operations and decisions.

4.10 **Policy Steward:** A senior academic or managerial position in the University responsible for maintenance and updating of a Policy, typically the Vice-Chancellor, Chief of Staff or an academic manager with University-wide responsibilities.

4.11 **Procedure:** A statement of the University's mandatory prescribed processes, practice and/or actions, which give effect to a Policy.

4.12 **Regulation:** A directive or rule made and maintained by Council under authority granted by the *University of Divinity Act 1910*.

4.13 **Schedule:** A record of decisions enacted by the Council, Academic Board, or Vice-Chancellor under authority provided by a Regulation or Policy. Historically this record was from time to time called a Determination.

5. **Regulatory Hierarchy and Approval Authority for Governance Documents**

5.1 The University's governance documents have varying levels of legal and governance authority, organised into the following regulatory hierarchy:

- a) The Act
- b) Regulations
- c) Policies
- d) Procedures attached to Policies
- e) Guidelines and forms (for University-wide use)
- f) Standard operating procedures (locally developed at Colleges or for use in other parts of the University).

- 5.2 A Regulation may only be approved or amended by the Council, as prescribed by sections 30, 31 and 32 of the Act.
- 5.3 A Regulation may authorise the Academic Board to make decisions regarding academic matters, such as the detail of courses of study which lead to awards of the University. Decisions made by the Academic Board must be appended as a Schedule to the published copy of the Regulation.
- 5.4 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.
- 5.5 A Policy or Schedule may be amended by the Vice-Chancellor on the recommendation of the University Secretary where there is a Consequential or Editorial Amendment provided that such amendment does not materially alter the Policy or Schedule.
- 5.6 A Policy may delegate the approval of procedures to the Vice-Chancellor or a University Committee.

6. Meetings

- 6.1 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.
- 6.2 The University Secretary is responsible for ensuring each meeting has appropriate secretarial support.
- 6.3 Meeting dates for all University Committees, except working groups, are set by the University Secretary 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 University Secretary is able to ensure sufficient secretarial support is available.
- 6.4 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.
- 6.5 If a member of a University Committee, without the prior approval of either the Committee or the Chair, fails to attend three consecutive ordinary meetings of the Committee, the office of that member becomes vacant.

7. Decisions

- 7.1 Delegation of Decisions
 - 7.1.1 A Regulation or Policy may delegate power to make a decision to a specified Committee or officer of the University provided that such delegation is in accordance with the provisions of section 18A of the Act and the Delegations Policy.
- 7.2 Forms of Decisions
 - 7.2.1 Decisions: These are matters which the Committee has power to resolve. They must be clearly recorded in the minutes of the meeting.
 - 7.2.2 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.
 - 7.2.3 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 accompanying a recommendation. Reports are provided in the form of an attachment to the agenda.
- 7.3 Disputed Decisions
 - 7.3.1 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.
 - 7.3.2 Where a member of a Committee that 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 the concern 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.
 - 7.3.3 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 may, however, be reviewed for future application.
- 8. Development and Review of Regulations and Policies**
 - 8.1 Regulations and Policies, including procedures under Policy, 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.
 - 8.2 Development of a Regulation may be initiated by the Vice-Chancellor or may occur as part of the approval process for a new course of study.
 - 8.3 Approval of the Vice-Chancellor must be obtained prior to commencement of development of a Policy, an unscheduled review, or preparation of a Substantive Amendment.

- 8.4 The Policy template at Schedule B is used for the structure of each University Policy.
- 8.5 For new academic Policies, the approval pathway includes College Academic Committees and a relevant Committee of Academic Board.
- 8.6 All Policies must be reviewed at least once every seven years.
- 8.7 The University Secretary is responsible for maintaining a list of due dates for Policy reviews.
- 8.8 A scheduled Policy review is initiated by the Policy Steward.
- 8.9 An initial review for a new Policy must be undertaken between twelve and eighteen months after implementation commenced.
- 8.10 The next date for review of an existing Policy must be established at the time of completion of its review.
- 8.11 The date when each Policy was last reviewed must be stated on the Policy.
- 8.12 The Vice-Chancellor may authorise standard Policy review procedures to give effect to this Policy.

9. Implementation, Communication and Publication

- 9.1 Implementation and communication plans are prepared for all new or revised Policy documents.
- 9.2 The approval, Substantive Amendment or repeal of a Regulation, Policy or related document only takes effect from the date decided by the Council or Academic Board as the commencement date.
- 9.3 A University Gazette is published by the University Secretary not less than four times per year, at regular intervals. The University Gazette:
- a) must record all Regulations, Policies and related documents approved, repealed or subject to Substantive Amendments since the previous Gazette was issued
 - b) must record the commencement date of such approvals, repeals or Substantive Amendments
 - c) may record other announcements such as appointments, agreements or major events at the discretion of the University Secretary.
- 9.4 The amended or approved form of revised or new Regulations, Policies or related documents 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, Policies and related documents 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, Policies and related documents:

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

13.1 The University is committed to ensuring its governance is compliant with current standards and reflects best practice wherever possible. This is achieved by a seven-year cycle of external reviews of the following major governance bodies and processes:

- a) The Council
- b) The Academic Board
- c) The Code of Conduct
- d) The Collegiate Agreement
- e) Research Strategy
- f) Financial Management
- g) Risk Management

13.2 The standard process for an external review is that the Council appoints an external expert, and invites them to prepare a report and a series of recommendations. Council then responds to the recommendations, and prepares an implementation plan to ensure that all recommendations are appropriately addressed.

13.3 The cycle of reviews is set out in Schedule C to this Policy. The Schedule may be amended by the University Secretary to the extent necessary to ensure that each item is reviewed at least once every seven years following completion of the most recent review.

14. Agreements

14.1 The guidelines detailed in this section apply to all Agreements that are initiated within the Office of the Vice-Chancellor, the School of Graduate Research or the School of Indigenous Studies.

14.2 Approval to negotiate an Agreement must be sought and obtained in writing from the Vice-Chancellor before any negotiations commence. The reasons for a proposed Agreement should be clearly outlined in the request, and any proposed terms that may be considered unusual, contentious, or sensitive should be flagged.

14.3 Types of agreement

Agreements fall into two main types: Memoranda of Understanding and more formal Legal Agreements. At an early stage, it will be necessary to determine the type of document that is appropriate for the circumstance.

14.3.1 A Memorandum of Understanding (MOU) is a document that expresses the intentions of the Parties without creating legally binding obligations. An MOU is usually a shorter and less formal document, and it may express a series of high-level mutual commitments. External lawyers are generally not involved in preparing an MOU. A MOU can be an effective way to build a working relationship and may be the precursor to a formal Legal Agreement.

14.3.2 A significant advantage of MOUs is that they can promote a greater sense of collegiality, co-operation and mutuality in keeping with the general ethos of the sector. By contrast, Legal Agreements tend to be a formal record of enforceable rights and obligations held in tension.

14.3.3 The distinguishing feature of an MOU is that it is not legally enforceable. For this reason, an MOU is not appropriate in many situations. For example, an MOU is not apt where:

- a) contentious or serious commercial matters are in play
- b) the Parties are giving expression to important statutory duties
- c) the Parties wish to transfer or deal with an interest in property, or
- d) the document is intended to settle a dispute.

In this non-exhaustive list, legal enforceability is a requirement in every case and therefore a Legal Agreement is necessary.

14.4 Where there are confidentiality or privacy obligations involved, then a standard MOU is not appropriate, because these need to be enforceable. However, it is common for the Parties to keep the informality and the benefits of an MOU by restricting legal enforceability to these issues alone. This is achieved by including a clause as follows: "This MOU is not intended to create legally binding obligations except for confidentiality (clause x) and privacy (clause y)."

14.5 Negotiation

14.5.1 Any Agreement must be negotiated fairly and transparently. It is essential that any person negotiating an Agreement be free from any conflict of interest.

- 14.5.2 The terms of any Agreement must be consistent with University Regulations, Policies and Procedures. Where appropriate, the person drafting the Agreement should seek the input of colleagues in relation to specialist matters.
- 14.5.2 A basic template for an MOU is included as Schedule D to this Policy. The University Secretary may also be able to provide an example of an existing Agreement of similar scope or context, to assist in the development of a new Agreement.
- 14.6 Execution
- 14.6.1 In accordance with section 2.3 of the Delegations Policy, certain Agreements may not be signed without the approval of the University Council.
- 14.6.2 The Vice-Chancellor is the appropriate Party to sign Agreements on behalf of the University unless that responsibility has been delegated in a particular case.
- 14.6.3 Where the University Seal is not required to be affixed, electronic signing is acceptable, and can be arranged by the University Secretary.
- 14.7 Recording
- 14.7.1 As soon as practicable after an Agreement has been executed, a signed original, or digital copy of an electronically signed agreement, must be forwarded to the University Secretary.
- 14.7.2 The University Secretary must maintain a register of all Agreements entered into by the University
- 15. Date of Next Review**
- 15.1 This Policy must be reviewed no later than 31 December 2029.

SCHEDULE A MEETING PROCEDURES



Approved by the Vice-Chancellor: 28 November 2018
Revised by the Vice-Chancellor: 14 April 2020, 9 Mar 2022

Administrative support for all Council, Academic Board and Committee meetings is provided by the Office of the Vice-Chancellor under the oversight of the University Secretary. 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, 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. Agendas

- 3.1 Agendas presented to Council and the Academic Board must include confirmed minutes of meetings of their respective reporting Committees.
- 3.2 The meeting secretary is responsible for preparation of agendas in consultation with the Committee Chair.
- 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 meeting secretary within five working days.
- 3.4 Items included in an agenda are:
 - a) Acknowledgment of Country and welcome
 - b) Apologies received from members
 - c) Confirmation of draft minutes of the previous meeting
 - d) Review of action items
 - e) Items from the annual workplan or action items list
 - f) Other items submitted by members of the Committee.
- 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 meeting 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 the date by which it should be completed.
- 3.8 The agenda includes the name of the presenter of each item. Persons presenting an item in their official capacities are to be referred to by their title and not their name (e.g. The Chancellor). In other cases, presenters are referred to by their full name.

- 3.9 Agenda items are usually accompanied by an attachment which should bear the same number.
- 3.10 Committees may elect to use a starring process to expedite business at meetings. In deciding the agenda, the Chair and meeting 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. If members wish to star any unstarred items, they should advise the meeting secretary prior to the day of the meeting.
- 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.

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 meeting secretary.
- 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 Reviews or proposed amendments of Regulations, Policies or related documents should be preceded by an executive summary using the template maintained by the University Secretary. The Executive Summary should address, where applicable:
- a) the background to the item and a summary of key points
 - b) the University's Strategic Plan
 - c) the University's Risk Appetite Statement and risk management
 - d) the University's Budget and Business Plan
 - e) workload consequences for staff of the University and its Colleges
 - f) impact on students of the University
 - g) statutory or regulatory compliance requirements (e.g. the Higher Education Standards Framework)
 - h) the sequence of required approvals.
- 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. The number of any abstentions from voting must be recorded in the minutes, and may include the name of a person abstaining if requested.

5.3 Action items are recorded in a separate Action Items document, and may also be recorded in the minutes.

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 If a meeting is held by video or telephone this must be noted in the minutes. When a member attends an onsite meeting by video or telephone, this must be clearly recorded in the minutes.

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.

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 the Committee's records:

- a) Council
- b) Academic Board
- c) the Finance and Audit Committee
- d) the Risk 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. If the motion is to approve a complex set of recommendations made by a review or similar, it is preferable not to repeat the full wording of the recommendations in the motion and to move that the recommendations be accepted.

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 meeting secretary 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. Confirmed Minutes

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

8.2 An electronic copy of confirmed minutes must be saved in the 'Confirmed Minutes' folder within the respective Committee folder.

9. Electronic Voting

- 9.1 Where a decision is required urgently, the matter may be put to a Committee for vote by electronic circulation. Electronic voting on matters is not encouraged and is only to be used if it is of critical importance that the issue be resolved before the next scheduled meeting. If the urgent matter is unlikely to be able to be resolved without considerable discussion, it may be preferable to call an extraordinary meeting of the committee.
- 9.2 The Chair of the Committee must grant permission for electronic voting to occur. The Chair has the right to deny the request for electronic voting if they deem the matter requires the opportunity of discussion and debate.
- 9.3 The meeting secretary or Committee Chair must circulate in writing to all Committee members:
- a) the motion for decision
 - b) the reason why a decision by electronic circulation is required
 - c) the time frame in which votes must be cast, which must not be less than 24 hours.
- 9.4 If two or more Committee members object to the item being considered by electronic circulation then the process must be terminated and the matter considered by an extraordinary meeting or at the next regular meeting.
- 9.5 A decision taken by email circulation must be recorded in writing and the record included in the papers for the next regular meeting of the Committee.

10. Naming of Documents

- 10.1 The University's document naming conventions provides a systematic method for naming documents that makes them easier to find and retrieve and assists with identifying the content of a document.
- 10.2 The document naming conventions apply to all Council and Academic Board papers, and may be applied to key documents for other Committees.
- 10.3 All attachments must be prefixed with X_ (where X is the item number on the agenda – this will be completed by Governance staff).

| 10.4 Annual / Cyclical Reports | |
|--|--|
| YYYY_ANNUAL_RPT_AB | An Academic Board or Committee annual report |
| YYYY_ANNUAL_RPT_Subject | Annual Report to Academic Board on a Policy, Procedure or System |
| YYYY-MM-DD_ADM_RPT | Admissions Report |
| YYYY-MM-DD_DDHDR_SCHOLS_RPT | HDR Scholarships Report |
| YYYY-MM-DD_DDRGP_AQUITTAL_ROUND <i>number</i> | Research Grants Panel Acquittal Report |
| YYYY-MM-DD_STAFF_ACCRED | Staff Accreditation Report |
| YYYY-MM-DD_STUD_COMP_CW | Coursework Students Completions Report |
| YYYY-MM-DD_STUD_COMP_HDR | HDR Students Completions Report |

| | |
|---|---|
| YYYY-MM-DD_UNIT_APP | Unit Approval |
| 10.5 Course Reviews/Accreditation/Modification | |
| YYYY-MM_COURSE_REV_PANEL_APPT_Course Name | Course Review Panel Appointment |
| YYYY-MM_COURSE_REV_RPT_Course Name | Course Review Report from panel |
| YYYY-MM_COURSE_REV_IP_Course Name: | Course Review Implementation Plan |
| YYYY-MM_COURSE_REV_FINAL_RPT_Course Name | Course Review Final Report on Implementation of Recommendations |
| YYYY-MM-DD_COURSE_ACCRED_Course Name | Course Accreditation |
| YYYY-MM-DD_COURSE_MOD_Course Name | Course Modification |
| 10.6 Executive Summaries/Cover sheets | |
| X_ES_name of attachment | (where X is the attachment number the ES refers to executive summary) |

| 10.7 Major Reviews (not including Course Reviews) | |
|---|---|
| YYYY-MM_REVIEWER_APPT_Review Name | Appointment of Reviewer |
| YYYY-MM_RPT_Review Name | Report from Reviewer |
| YYYY-MM_IP_Review Name | Review Implementation Plan |
| YYYY-MM_FINAL_RPT_Review Name: Final Report on Implementation of Review Recommendations | Final Report on Implementation of Review Recommendations |
| YYYY-MM_RPT_Review Name: Report from Reviewer | Report from Reviewer |
| 10.8 Meeting Documents | |
| YYYY-MM-DD_MIN_AB_DRAFT | Draft Academic Board minutes (where date is the date of the minuted meeting) |
| YYYY-MM-DD_MIN_AB_CONF | Confirmed Academic Board minutes (where date is the date of the minuted meeting) |
| YYYY-MM-DD_AEC_Subject | Report on Approval by Electronic Circulation (where date is the date of approval) |
| YYYY-MM-DD_ACT_AB | Academic Board Action Items (where date is the date the action items were last updated) |
| YYYY-MM-DD_WORKPLAN_AB | Academic Board Work Plan |
| YYYY-MM-DD_AB_APPOINTMENTS | Appointments by the Academic Board |
| YYYY-MM-DD_AB_MSHIP_REVIEW | Academic Board Membership Review |
| 10.9 Policy Review and Modification | |
| POL_AMEND_Policy Name | Proposed Policy Amendment (outside of regular review timetable) |
| POL_REV_INITIAL/ANNUAL/CYCLICAL_Policy Name | Scheduled policy review |
| POL_NEW_Policy Name | New policy for consideration |
| 10.10 Abbreviations for committees | |
| COUNCIL | AB: Academic Board |
| FAC: Finance and Audit Committee | APC: Academic Promotions Committee |
| GC: Governance Committee | LC: Library Committee |
| PCC: People and Culture Committee | LEC: Learning Environments Committee |
| RC: Risk Committee | SGRC: School of Graduate Research Committee |
| RSC: Research Strategy Committee | SSC: Student Services Committee |
| UE: University Executive | |

**SCHEDULE B
POLICY TEMPLATE**



Approved by the Vice-Chancellor: 9 Mar 2022

Revised by the Vice-Chancellor:

[NAME] POLICY

Current version in effect from: [e.g. 10 Mar 2021]
Approved by [Council / Academic Board as applicable]: [e.g. 10 Mar 2021]
Revised by [Council / Academic Board as applicable]: [e.g. 24 Feb 2018; 12 Jan 2019; 8 May 2020; 10 Mar 2021]
Policy steward: [e.g. Chief of Staff; Dean of Academic Programs]

Related documents

[List, e.g.

Administrative Governance Policy

Delegations Policy]

1. Rationale and Objectives

1.1 This Policy establishes.....

1.2 This Policy provides.....

1.3 This Policy prescribes the procedures to be used in

2. Scope

2.1 This Policy applies to [e.g. all staff and students of the University, all honorary appointments and all visitors]

2.2 This Policy applies to [e.g. all members of University Committees; all documents].

3. Principles

3.1 The University aims to

3.2 The University supports

4. Definitions

4.1 [e.g. **Agenda:** A list of items to be considered at a meeting.]

4.2 **xx:** xxxxx

5. Policy statement

5.1 xxxx

5.2 xxxxx

5.3 xxxxx

5.4 xxxxx:

a) xxxx

b) xxxx

c) xxxx

6. Procedures

6.1 xxxx

6.2 xxxxx

6.3 xxxxx

6.4 xxxxx:

a) xxxx

b) xxxx

c) xxxxx.

7. Date of next review

7.1 This Policy must be reviewed no later than [e.g. 31 December 2025].

SCHEDULE A

SCHEDULE B

SCHEDULE C
GOVERNANCE REVIEWS

Approved by the Council: 10 Aug 2022

Revised by the University Secretary:

| Area | Last review | Next external review |
|--|---------------------------------|-----------------------------|
| Financial Management | | 2023 |
| Academic Board | Baird Review 2017 | 2024 |
| Council | Scales Review 2018 | 2025 |
| Code of Conduct (including SASH, appeals and complaints) | <i>Initial development 2019</i> | 2026 |
| Research Strategy | Evans Review 2019 | 2027 |
| Collegiate Agreement | <i>In progress 2022</i> | 2028 |
| Risk Management | Bartel Review 2022 | 2029 |

SCHEDULE D SAMPLE MOU

MEMORANDUM OF UNDERSTANDING

dated **<DAY of MONTH, YEAR>**
between **<insert full name of first participant>**
and the University of Divinity

1. Parties

<insert full name of first participant> (ABN **<insert>**) is **<insert legal status¹>** having its registered address at **<insert address>** **<defined name first participant>**.

University of Divinity ABN 95 290 912 141 (**the University**) is a University established by the *University of Divinity Act 1910* (Vic) having its registered address at 90 Albion Road, Box Hill, Victoria.

2. Background

2.1 **<defined name first participant>** is a **<one sentence description of the purpose or principal activity of the first participant>**.

2.2 The University is an Australian University which seeks to address the issues of the contemporary world through critical engagement with Christian theological traditions.

2.3 The purpose of this MOU is to establish a mutually beneficial engagement between **<defined name first participant>** and the University by **<one sentence description of what is proposed>**.

2.4 This Memorandum of Understanding is not intended to create legally binding obligations.²

3. Activities and goals

3.1 The Parties agree to **<use their best endeavours>/<apply reasonable endeavours>**³ to achieve the goals and activities described in this MOU.

3.2 The commitments made by **<defined name first participant>** are described in Schedule 1.

3.3 The commitments made by the University are described in Schedule 2.

3.4 The commitments made jointly by **<defined name first participant>** and the University are set out in Schedule 3.

[3.5 The Parties agree to explore future activities including but not limited to:
<list or describe>].⁴

4. Duration, Review, Variation and Termination

¹ For example, public company, private company, Trustee of the xyx Trust, an incorporated association, an unincorporated association, a religious order, a University college, a registered charitable organisation etc.

² Consider adding 'except in respect of confidentiality or privacy'.

³ Insert as appropriate: 'best endeavours' sets a higher bar requiring the Party to do the best it can. 'reasonable endeavours' is a lower threshold. Basically, it requires the party to do what it regards as reasonable in the circumstances.

⁴ Delete clause if it is not relevant.

- 4.1 This MOU has effect for a period of **<insert number of years or months>** from the date of its execution unless terminated earlier in accordance with Paragraph 4.4. The agreement may be renewed at the conclusion of the initial term with the consent of all Parties.
- 4.2 The Parties agree to meet **<annually no later than the anniversary of this MOU>< at least once/twice/during the term of this MOU><when requested by one of the Parties>**⁵ for the purpose of reviewing activities conducted under this MOU and to identify opportunities for improvement or further development, with the outcomes of the review to be reported to the relevant oversight body for each Party.
- 4.3 This MOU may be varied by agreement of the Parties at any time and any such variation shall be set out in writing and signed by both Parties.
- 4.4 A Party may terminate this Agreement by providing **< x months'>** notice in writing to the other Party.

5. Notices

5.1 Notices of communication to one or both Parties in relation to this MOU are to be addressed as applicable to:

- a) **<CEO/Executive Director><defined name first participant>**

Email: **<insert email>**

- b) Vice-Chancellor, University of Divinity, 90 Albion Road, Box Hill VIC 3128

Email: vc@divinity.edu.au

6. Dispute Resolution

- 6.1 The Parties agree to use reasonable efforts to resolve by negotiation any problem that arises among them (Dispute). A Party will not seek to withdraw from this MOU until the following process has been exhausted.
- 6.2 If there is a Dispute between the Parties concerning this MOU, either Party may give written notice of the Dispute to the other Party which will state that it is a notice under this Paragraph and will specify the details of the Dispute concerned.
- 6.3 The relevant Parties' representatives will endeavour in good faith to agree upon a resolution of the Dispute.
- 6.4 If the Dispute is not resolved by negotiation, it must be submitted to mediation by a mediator who is independent of the Parties and appointed by agreement of the Parties or, failing agreement within 7 days of receiving any Party's notice of dispute, by a person appointed by the Chair of the Resolution Institute, or the Chair's designated representative. The Resolution Institute Mediation Rules shall apply to the mediation.
- 6.5 If the Dispute is not settled within 30 days of referral to mediation (unless such period is extended by agreement of the Parties), the Parties agree that the dispute will be submitted to arbitration in accordance with, and subject to, recommendations of the Resolution Institute. Unless the Parties agree upon an arbitrator, either Party may request a

⁵ Select or change as appropriate to the circumstance.

nomination from the Chair of the Resolution Institute, or a similar organisation, as agreed by the Parties.

7. Counterparts

This Memorandum of Understanding may be executed in counterparts, which when executed and delivered shall each constitute an original.

8. Entire understanding

This Memorandum of Understanding is the entire agreement between the Parties and supersedes all and any communications, negotiations, and/or arrangements, whether oral or written, in respect of the matters that are its subject.

9. Signatures

_____ Date: DATE
<name>

<CEO/Executive Director, defined name first participant>

witnessed by: _____ Date: DATE

_____ Date: DATE
Professor Peter Sherlock
Vice-Chancellor, University of Divinity

witnessed by: _____

Schedule 1: Commitments by <defined name first participant>

| Commitment | Date | Measure/milestone | Comments |
|-------------------|-------------|--------------------------|-----------------|
| | | | |
| | | | |
| | | | |
| | | | |

Schedule 2: Commitments by University

| Commitment | Date | Measure/milestone | Comments |
|-------------------|-------------|--------------------------|-----------------|
| | | | |
| | | | |
| | | | |
| | | | |

Schedule 3: Mutual Commitments

| Commitment | Date | Measure/milestone | Comments |
|-------------------|-------------|--------------------------|-----------------|
| | | | |
| | | | |
| | | | |
| | | | |