

# Academic Board

## Terms of Reference

### Purpose

1. IIBIT AHE Pty Ltd (the Company) is established under the IIBIT AHE Pty Ltd Constitution with educational activities as its principal purpose.
2. Under the IIBIT AHE Pty Ltd Constitution, the Board of Directors (“Board”) is delegated as the corporate governing body of IIBIT AHE Pty Ltd, trading as Global Higher Education (GHE), to deliver higher education courses.
3. The Board’s Terms of Reference provides for the Board to delegate such powers and establish committees of the Board, as are necessary for the efficient governance, management and monitoring of those delegations.
4. The Board establishes the Academic Board as its peak academic governing body, under these terms for the purposes of overseeing and reporting to the Board the academic activities of the Company.

### Definitions

5. Definitions for key terms are presented in the Glossary of Terms which may be accessed on the GHE website at <https://www.globalhe.edu.au/policy>

### Principles

6. The Academic Board operates according to the following principles at all times.
  - a) The Academic Board is established as a forum for the provision of oversight, advice and direction to the Board on all academic matters consistent with the strategic intent of the Company.
  - b) The Academic Board is the peak academic governing body for discussion, debate and oversight of all academic matters.
  - c) The Academic Board is a committee of the Board.
  - d) The Academic Board’s functions and recommendations are independent from the Board.
  - e) The Academic Board reports to and is accountable to the Board.
  - f) Linkages between the Academic Board and the Board, and between the Academic Board and management are maintained for the coherent governance and management.
  - g) Academic matters are defined as the issues related to teaching and learning including but not limited to the academic rules for admission, course and assessment design, internal course approvals, specification and review of graduate outcomes, academic quality assurance including course review, fostering academic scholarship, requirements for progression and completion, assessment, academic integrity, processes for student support and intervention, and recommendations to the Board in relation to the conferral of awards and graduation.

## Membership

7. The Academic Board will comprise no less than five (5) members and no more than eleven (11) members comprised of independent, ex officio, academic staff representatives from relevant disciplines and student members as follows. Independent members will be in the majority.

### Independent members

- a) An independent Chair of the Academic Board with senior higher education experience in Australia, as appointed by the Board.
- b) Independent member/s with relevant academic expertise in the course disciplines offered and that have senior experience in either the delivery of Australian higher education operations, or the academic governance thereof.
- c) An independent member who is the appointed Chair of the Course Development and Advisory Committee, representing both roles.

### Ex officio members

- d) The Academic Director who is also the Chair of the Teaching, Learning and Quality Committee, representing both roles.
- e) Upon successful registration a Course Coordinator representing each of the higher education courses.

### Staff and student membership

- f) Upon successful registration and subsequent commencement of course delivery, a framework and protocols will be developed to enable academic staff and student participation in academic governance.

## Appointment

8. The independent Chair, Academic Board is appointed by the Board.
9. The Chair is appointed for a period of three years.
10. The Chair shall be eligible for reappointment for three years and shall not serve more than three consecutive terms unless a resolution is passed by the Board of Directors enabling that person to do so.
11. Ex officio members shall remain members of the Academic Board for the period they hold specific office.
12. Independent members of the Academic Board will be appointed by the Chair of the Academic Board for two years and shall not serve more than three consecutive terms unless a resolution is passed by the Board of Directors enabling that person to do.
13. The terms of appointment may be adjusted to ensure that positions do not become vacant at the same time. Such adjustments must be approved by the Chair and reported to the Board of Directors.

## Code of conduct

14. All members must meet the 'Fit and Proper Persons Requirements' as required by the *Tertiary Education Quality and Standards Agency Act 2011* and the *Education Services for Overseas Students Act 2000*.
15. All members must declare any real or perceived conflict of interest through a declaration of interests and conflicts prior to their appointment, at every meeting and as an ongoing obligation.

16. All members must act in the best interest and perform their duties in line with the interests of the Company.
17. All members agree to undertake induction and professional development activities as agreed by the Board.

## Terms of reference

18. The Academic Board is established by the Board as the peak academic governing body, with delegated academic authority for the competent oversight of all academic matters on behalf of the Board. The Academic Board reports to the Board but is independent of the Board as it pertains to academic matters and will be accountable for the following.
  - a) Provide competent academic oversight, governance and leadership of all academic matters on behalf of the Board.
  - b) Ensure that all responsibilities and obligations pertaining to academic matters as required of a registered higher education provider under the *TEQSA Act (2011)* and the *Higher Education Standards Framework (Threshold Standards) 2021* are upheld on behalf of the Board.
  - c) Establish an environment of academic freedom, excellence and the promotion of scholarship to enhance student outcomes and experience.
  - d) Oversee course development, course review and benchmarking processes including ensuring that all higher education courses meet the relevant academic Standards.
  - e) Approve higher education courses for accreditation and re-accreditation applications to the Board.
  - f) Approve minor (non-material) changes to courses as recommended by its committees.
  - g) Where they determine that a proposed change is major refer the matter to the CEO for liaison with TEQSA, and where TEQSA confirms the change is permissible approve the change and refer the matter including TEQSA's advice, for endorsement of the Board of Directors.
  - h) Oversee ongoing interim and major / external reviews of higher education courses, practices and policies.
  - i) Oversee and approve (where relevant) recommendations arising from academic quality assurance activities including outcomes of benchmarking processes, ongoing course review, comprehensive course review, moderation exercises, policy review or other quality assurance or monitoring exercises.
  - j) Establish and set academic targets and monitor performance against its own targets, and with other relevant national and international benchmarks as appropriate.
  - k) Approve, review and monitor implementation of academic policies in relation to academic matters including ensuring the effectiveness of policies in supporting a positive student experience and outcomes subject to Board endorsement.
  - l) Establish committees of Academic Board and delegate and monitor such functions as necessary for effective academic governance.
  - m) Approve academic admission standards for all higher education courses.
  - n) Monitor and propose corrective action to manage, minimise or report academic risk related to admission standards, student performance, academic integrity, teaching quality, academic leadership, scholarship, or any matters to do with academic quality.
  - o) Provide a written report to each meeting of the Audit and Risk Committee in relation to academic risk.

- p) Commission, review and receive reports on a systemic basis as outlined in its own annual work plan which may include, but not be limited to those from the Board, committees, and management.
- q) Evaluate the effectiveness of academic quality assurance systems and monitor academic delegations to Academic Board committees.
- r) Confirm all course requirements have been met and recommend to the Board eligible graduands of a course of study for approval.
- s) Provide a written report to the Board following every meeting.

## **Committees**

- 19. The Academic Board has the authority to establish committees with terms of reference as it determines in order it may perform its function in governing and having oversight of all academic matters.

## **Meetings**

- 20. The Academic Board meets at least four times per year or as determined by the Chair, Academic Board.
- 21. All meetings must be scheduled through an Annual Academic Board Work Plan.
- 22. Meetings can take place via electronic / digital communications tools or face-to-face.
- 23. Academic Board papers must be distributed at least 7 days prior to all meetings, although late papers may be circulated on a need's basis.
- 24. A dedicated minute taker must attend and take minutes at every meeting.
- 25. The Chair may appoint an acting Chair during an absence.

## **Quorum**

- 26. At least five members, with independent members in the majority, including the Chair form a quorum.

## **Voting**

- 27. All members are entitled to vote on matters before the Academic Board for consideration.
- 28. In the case of a deadlocked decision, the Chair may exercise a casting vote to enable a decision to be made.

## Associated information

<b>Related Internal Documents</b>	IIBIT AHE Pty Ltd Constitution Governance Framework Terms of Reference Board of Directors Terms of Reference Audit and Risk Committee Terms of Reference Course Development and Advisory Committee Terms of Reference Teaching, Learning Quality Committee Delegation of Authority Policy and Schedule Glossary of Terms
<b>Related Legislation, Standards and Codes</b>	<i>Corporations Act 2001</i> <i>Tertiary Education Quality and Standards Agency Act 2011</i> <i>Higher Education Standards Framework (Threshold Standards) 2021</i> <i>Education Services for Overseas Students (ESOS) Act 2000</i> <i>National Code of Practice for Providers of Education and Training to Overseas Students 2018</i> <i>Australian Qualifications Framework 2013</i>
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## Change history

<b>Version Control</b>	Version 1.4	
<b>Change Summary</b>	22-Oct-19	V1.0 approved by Board of Directors (BoD)
	29-Nov-19	V1.1 minor amendments approved by BoD plus administrative updates for noting by Academic Board (AB) 20-Dec-19
	10-Mar-20	V1.2 revised with requested amendments (membership) following 20-Dec-19 AB and 7-Feb-20 AB (reporting to ARC & BoD) approved by the BoD 21-Feb-20 plus editorials (added cl. 1, 2,16g) and administrative updates
	2-Jun-22	V1.3 amendments (amd cl.9, 11; add cl. 12) to Terms of Appointment approved by the BoD
	18-Nov-22	V1.4 Chair term of appointment revised to 3 years approved by BoD 18-Nov-22

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