



## Sydney Institute of Business and Technology (SIBT) Pty Limited



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### **Acknowledgement of Country**

Sydney Institute of Business and Technology (SIBT) acknowledges the traditional custodians of the land on which its campus is located, the Gadigal People of the Eora Nation. SIBT pays respects to Elders past, present and emerging and extends that respect to all Aboriginal and Torres Strait Islander people. SIBT recognises and respects the continuing living cultures of First Peoples.

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## Document

<b>Document Name</b>	Governance Charter
<b>Brief Description</b>	The Governance Charter outlines the SIBT governance structure and is a compilation of all the terms of reference of its boards and committees as well as Academic and Administration Delegation Register and Standing Orders of the Academic Board.
<b>Responsibility</b>	College Principal and Director
<b>Initial Issue Date</b>	15 January 2024
<b>Date for Next Review:</b>	15 January 2027

## Version Control

<b>Date Approved</b>	<b>Version No.</b>	<b>Summary of Changes</b>	<b>Approver</b>
12/12/2023	1	Consolidation of all existing Terms of Reference. Major review	Senior Management Team Board of Directors Academic Board
24/2/2024	2	Restructured Student Appeals Committee. Changes to the Board of Examiners membership and non-voting attendees. Changes to the Academic Integrity Committee membership and reporting. Academic and Administration Delegations Register updated.	Senior Management Team Academic Board
20/8/2024	3	AB and AB subcommittees updates as per self-review survey approved CI recommendations. Change to award conferral as approved by SIBT BOD (24/7/24)	Academic Board
2/9/2024	4	SMT and SMT subcommittees updates as per self-review survey approved CI recommendations.	Senior Management Team

## Governance at SIBT

‘Governance’ refers to the framework of rules, relationships, systems, and processes within and by which authority is exercised and controlled. As a registered Higher Education Provider, SIBT has both corporate and academic governance obligations and responsibilities, outlined in the Tertiary Education Quality and Standards Act 2011 (TEQSA Act) and the Higher Education Standards Framework (Threshold Standards) 2021.

The Tertiary Education Quality and Standards Agency (TEQSA) suggests that due to the interdependencies between corporate and academic functions in higher education institutes, governance structures need to have reporting and communication links between academic and corporate governance to achieve overall governance coherency. SIBT’s Governance Structure is designed to enable the College to meet its corporate governance obligations under the HES Framework 2021 (HESF) particularly Part A, Sections 6.1-6.2 and its academic governance obligations under Part A, Sections 6.3 (see Table 1).

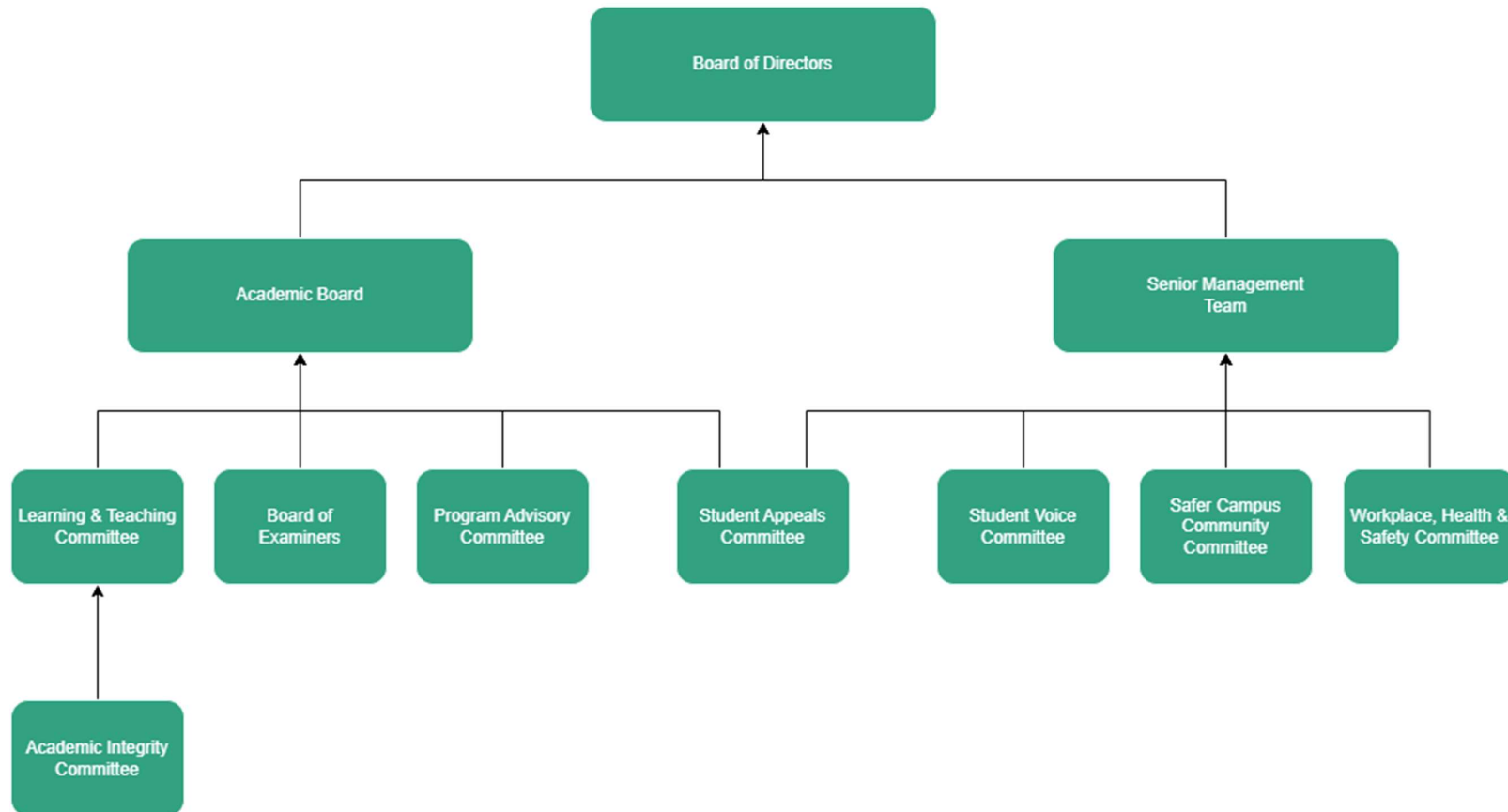
Table 1. HESF Standards and Governance responsibilities at SIBT

Academic Governance		Corporate Governance	
HESF		HESF	
1.1	Admission (1.1.1)	1.1	Admission (1.1.2-3)
1.2	Credit and RPL	1.3	Orientation and Progression (1.3.1)
1.3	Orientation and Progression (1.3.2-3)	2.1	Facilities and Infrastructure
1.4	Learning Outcomes and Assessment	2.3	Wellbeing and Safety
1.5	Qualifications and Certification	2.4	Student Grievances and Complaints
2.1	Facilities and Infrastructure (2.1.3)	3.2	Staffing (number and employment status)
2.2	Diversity and Equity	3.3	Learning Resources and Educational Support (3.3.4)
2.4	Student Grievances and Complaints	5.1	Course Approval and Accreditation
3.1	Course Design	5.4	Delivery with Other Parties
3.2	Staffing (experience, qualifications, and performance)	6.2	Corporate Monitoring and Accountability
3.3	Learning Resources and Educational Support	7.1	Representation
5.1	Course approval and Accreditation	7.2	Information for Prospective and Current Students
5.2	Academic Integrity	7.3	Information Management
5.3	Monitoring: Review and Improvement		
6.3	Academic Governance		

In SIBT’s governance structure, the Board of Directors has overarching governance responsibility for the institution. The principle executive officer of SIBT is the College Director and Principal (CDP) who is a member of the Academic Board and Chair of the Senior Management Team. The Academic Board has oversight of SIBT’s academic governance (see Figure 1.)

Figure 1. SIBT Governance Chart

### SIBT Governance Structure





## Governance Record Keeping

Records are made of all governance meetings, including contingent decisions that indicate the decision to be made upon receipt of further information (see Table 2. Below). The Quality and Compliance Manager is responsible for ensuring that the decisions of each board and committee are recorded, processed, and stored. In the event of appeals or other queries, this record is definitive.

Table 2. Governance Record Keeping

Governance Body	Responsibility for recording decisions	Format	Actions Register
Board of Directors	Secretary/General Counsel Navitas Pty Ltd	Agenda and Minutes	Yes
Senior Management Team	Quality and Compliance Manager	Agenda and Minutes	Yes
Workplace, Health and Safety Committee	WHS Committee Secretary	Agenda and Minutes	Yes TICKIT reporting and WHS Checklists
Student Appeals Committee	Student Appeals Committee Secretary	Record of decisions and recommendations	No
Academic Board	Quality and Compliance Manager	Agenda and Minutes	Yes
Board of Examiners	Board of Examiners Secretary	Agenda and Minutes Academic records amendments	Yes
Learning and Teaching Committee	Quality and Compliance Manager	Agenda and Minutes	Yes
Program Advisory Committee	Quality and Compliance Manager	Agenda and Minutes	Yes
Academic Integrity Committee	Academic Integrity Committee Chairs	Record of decisions and recommendations	Yes
Safer Community Campus Committee	Quality and Compliance Manager	Agenda and Minutes	Yes

## Corporate Governance

The executive body at SIBT is the Board of Directors. Under delegation from the SIBT Board of Directors, corporate governance is undertaken by the Senior Management Team (SMT), which has responsibility for operational matters, ongoing quality assurance, and meeting internal (Navitas) and external regulatory requirements from a non-academic perspective.

# 1. Board of Directors: Terms of Reference

The Sydney Institute of Business and Technology Board of Directors complies with the duties and responsibilities of Directors and Officers as specified by the Australian Security and Investments Commission (ASIC) under the Corporations Act 2001 and the SIBT Governance Charter. The SIBT Board operates in accordance with TEQSA Guidance Notes on best practice, particularly the TEQSA Guidance Note: Corporate Governance (<https://www.teqsa.gov.au/guides-resources/resources/guidance-notes/guidance-note-corporate-governance>).

## 1.1. Introduction

The Terms of Reference sets out the functions and responsibilities of the Board.

## 1.2. Definitions

In the Board of Directors Terms of Reference:

- a) **Board** means the board of directors of the Company; and
- b) **Chair** means the chair of the Board; and
- c) **Constitution** means the Company's constitution; and
- d) **Secretary** means the Company Secretary.

## 1.3. Responsibilities

The Board is responsible for all matters relating to the strategic direction, policies, practices, establishment of goals for management, operation of the Company and all representations of the Company. Without intending to limit this general role of the Board, the specific functions and responsibilities of the Board include:

- a) Oversight of the Company, including its educational outcomes, control and accountability systems; and
- b) Approving and monitoring financial and other reporting to ensure the Company maintains financial viability and has sufficient funds for its ongoing operations; and
- c) Final approval of the Company's learning and teaching plan and strategic plan (including performance targets and objectives); and
- d) Ensuring there are mechanisms for effective compliance with regulatory and legislative frameworks that govern higher education in Australia; and
- e) Delegating such powers and establishing Boards and Committees as are necessary for efficient governance and management, including the appointment of Chairs; and
- f) Establishing competent academic governance including appointing an independent Chair of the Academic Board; and
- g) Establishing effective reporting mechanisms and frameworks from delegates, monitoring delegations and endorsing decision of delegates where relevant; and
- h) Financial oversight in accordance with the Australian and other relevant accounting standards including monitoring, financial and cash flow forecasts, reviewing the financial budget, maintaining financial viability, adequate resourcing to meet strategic objectives and ensuring the Board has access to a qualified and independent auditor; and
- i) Reviewing and approving the audited annual financial statements of the Company; and
- j) Approving and monitoring the risk framework and management of risk including risk identification, risk mitigation and risk treatment of all risks including risks to regulatory

- compliance, academic quality and integrity; and
- k) Ensuring the integrity of the award of higher education qualifications as approved by the Academic Board; and
- l) Reviewing the Company's institutional environment with an emphasis on freedom of intellectual inquiry, equitable treatment of students and staff, fostering of wellbeing of students and staff, supporting informed student decision making and that students are given the opportunity to participate in the deliberative and decision-making processes and that students are given the opportunity to participate in the deliberative and decision-making processes of the Company; and
- m) Ensuring that educational policies and practices of the Company support participation by Aboriginal and Torres Strait Islander people and are sensitive to Aboriginal and Torres Strait Islander knowledge and cultures; and
- n) Confirming that the provision of higher education at the Company is consistent with the Company's policies; and
- o) Monitoring complaints, critical incidents and any other identified risks to the safety and wellbeing of staff and students and ensuring corrective action is taken; and
- p) Ensuring that there are business continuity plans for any disruption to services and in the event that a higher education course is no longer offered; and
- q) Final approval of applications for registration and for CRICOS registration, submitted to the Tertiary Education Quality and Standards Agency, and other relevant applications to regulatory or statutory bodies; and
- r) Undertaking periodic review of governance arrangements (at least every seven years) and undertaking an annual self-review.

## 1.4. Composition

### 1.4.1. Size

The Board will be comprised of the number of directors as specified in the Constitution.

### 1.4.2. Independent Directors

At least two directors of the Company will be non-executive and independent directors.

A non-executive director is an independent director when they are not a member of management and when they:

- a) Have not had an employment relationship with the Company within the last three years; and
- b) Have not had a business relationship or other material contractual relationship with the Company within the last three years; and
- c) Do not have a direct or indirect material financial interest with the Company; and
- d) Are not involved in the day-to-day management functions of the Company and not allied with the interests of management; and
- e) Are sufficiently impartial and disconnected from the Company's operations, such that they are in a position to hold management to account and act in the Company's best interests; and
- f) Do not have a material personal interest (i.e., does not stand to gain, benefit or suffer a loss) in the outcome of a Board meeting; and
- g) Are free of any interest, position, association or relationship that might influence, or reasonably be perceived to influence, their capacity to exercise independent judgement; and
- h) Have not been a director with the Company for such period (e.g., ten years) that their independence may have been compromised.

Subject to removal under the Constitution or the Corporations Act 2001, an independent non-executive director holds office:

- a) For one (1) term of three (3) years from the date of appointment; and
- b) Subject to a satisfactory review and a resolution passed by a majority of directors entitled to vote on the resolution, one (1) further term of three (3) years, for a maximum of two (2) terms comprising a total of six (6) years.

### 1.4.3. Expertise

The Board shall ensure that, collectively, it has the appropriate range of expertise to properly fulfil its responsibilities, including:

- a) Accounting; and
- b) Finance; and
- c) Business; and
- d) Higher education; and
- e) Compliance; and
- f) Senior management-level experience.

The Board shall review the range of expertise of its members on a regular basis and ensure that it has operational and technical expertise relevant to the operation of the Company.

## 1.5. Appointment of Directors

Directors are appointed in accordance with the terms of the Constitution.

Directors are appointed on the basis of meeting 'fit and proper persons' requirements.

Subject to the number of directors allowed under the Constitution, a director may be appointed by an ordinary resolution of the Company in a general meeting. Where a director's position becomes vacant in between such elections, the Board may appoint a replacement director. Such a replacement director will only hold office until the next annual general meeting of the Company.

The terms and conditions of the appointment and retirement of non-executive directors of the Board will be set out in a letter of appointment, which shall include the following matters:

- a) The term of the appointment, subject to member approval; and
- b) The powers and duties of directors; and
- c) Any special duties or arrangements attaching to the position; and
- d) Remuneration and expenses; and
- e) The requirement to disclose directors' interests and any matters which affect the director's independence; and
- f) Trading policy governing dealings in securities (including any share qualifications) and related financial instruments by directors, including notification requirements; and
- g) Access to independent professional advice; and
- h) Indemnity and insurance arrangements; and
- i) Confidentiality and rights of access to corporate information.

## 1.6. Independent Professional Advice

To facilitate independent judgement in decision-making, the Board, with approval of the Chair, each director has the right to seek independent professional advice at the Company's expense. Approval from the Chair may not be unreasonably withheld.

## 1.7. Allocation of Responsibilities

### 1.7.1. Chair

The Board elects the Chair in accordance with the Constitution.

The Chair is responsible for leadership of the Board, for the efficient organisation and conduct of the Board's function, and for the briefing of all directors in relation to issues arising at Board meetings.

The Chair's specific duties are to:

- a) Chair Board meetings; and
- b) Establish the agenda for Board meetings in consultation with the Secretary; and
- c) Ensure Board minutes properly reflect Board decisions; and
- d) Be the major point of contact between the Board and senior management of the Company.

The Chair is not entitled to vote or participate in the deliberations on any matter in which they have a personal interest, unless there is compliance with the conflict-of-interest provisions under the Constitution.

The Chair may be removed from office in accordance with the Constitution.

### 1.7.2. Individual Directors

In accordance with statutory requirements and in keeping with developments at common law, directors have the following responsibilities:

- a) Exercise their powers and discharge their duties in good faith and in the best interests of the Company; and
- b) Use their powers of office for a proper purpose and not for personal advantage or for the benefit of another party; and
- c) Use due care and diligence; and
- d) Make a reasonable effort to become and remain familiar with the affairs of the Company; and
- e) Attend all Board meetings and Board functions unless there are valid reasons for non-attendance; and
- f) Commit the necessary time and energy to Board matters to ensure that they are contributing their best endeavours in the performance of their duties for the benefit of the Company, without placing undue reliance on other directors to fulfil these duties.

### 1.7.3. Secretary

The Secretary is generally responsible for carrying out the administrative and legislative requirements of the Board. The Secretary holds primary responsibility for ensuring that the Board processes and procedures run efficiently and effectively.

The Secretary is appointed in accordance with the Constitution.

The specific tasks of the Secretary include:

- a) Ensuring that the agenda and briefing materials for Board meetings are prepared and forwarded to directors in a timely and effective manner; and
- b) Recording, maintaining, and distributing the minutes of all Board and Board subcommittee meetings as required.

## 1.8. Committees

To assist with the execution of its responsibilities, the Board has the authority to establish and determine the powers and functions of the committees of the Board and has established the SIBT Academic Board referred to below as a committee of the Board.

## 2. Senior Management Team: Terms of Reference

### 2.1. Responsibilities

The responsibilities of the Senior Management Team are to:

- a) Implement and oversee SIBT's 5 Year Strategic Plan, the annual budget and operational plans for each of SIBT's business functions; and
- b) Closely monitor business and academic performance including financial performance, academic performance, performance against recruitment targets, staff and student satisfaction and the broader service delivery to all stakeholders; and
- c) Closely monitor and report on SIBT's risk profile and implements and monitors mitigation strategies; and
- d) Closely monitor and report on SIBT's quality of education and related services.
- e) Implement and closely monitor SIBT's staff and student Health & Wellbeing plan and monitors incidents and hazards; and
- f) Develop, approve, implement, and monitor policies & procedures; and
- g) Provide a management forum for all business functions to discuss strategic and operational matters, to update on business activities and to foster communication and collaboration between senior leaders/managers; and
- h) Provide updates and advice on emerging issues across business functions and functions as a platform for communication and collaboration across business functions; and
- i) Provide guidance and consider recommendations of its sub-committees; and
- j) Consider operational and financial aspects of new course proposals and proposals to change or retire current courses; and
- k) Undertake a self-review at least every two years.

### 2.2. Membership

Each of the business functions is represented by the function's Director and Managers. There are 11 members.

- a) College Director and Principal (Chair)
- b) Academic Director SIBT
- c) Academic Director WSUSCC
- d) Director of Student and Academic Services
- e) Director of Marketing and Admissions
- f) Commercial Finance Manager
- g) Quality and Compliance Manager (Secretariat)
- h) Admissions Manager
- i) Student and Academic Services Manager
- j) Student Services Manager
- k) Learning Technologies Manager

As all members hold membership by virtue of their position (*ex officio*) they will remain members for as long as they hold the position relevant to their membership.

### 2.3. Meetings

The Senior Management Team meets monthly or when required.

### 2.4. Quorum

A quorum will be at least five members.

### 2.5. Minutes

- a) Minutes of meetings will be in accordance with best practice.
- b) Minutes of each meeting will be available for ratification by the Chair within ten days after each meeting.
- c) Unconfirmed minutes will be distributed to members after ratification by the Chair for approval at the next meeting.
- d) Approved minutes will be electronically signed as a true and accurate record by the Chair within 10 working days of their approval by the Senior Management Team.

### 2.6. Secretariat

The Secretary of the Senior Management Team is the Quality and Compliance Manager

The Secretary will:

- a) Ensure reports and papers are provided in a timely manner for inclusion in the meeting papers
- b) Ensure that the agenda, meeting papers and related briefing materials for meetings are prepared, in consultation with the Chair, and forwarded to members in a timely and effective manner, and at least 7 (seven) days in advance of scheduled meetings; and
- c) Maintain the list of resolutions and actions resulting from each meeting, including circular resolutions.

### 2.7. Reporting

The College Director and Principal reports to the Board of Directors and SIBT/WSU Sydney City Campus Joint Management Committee on behalf of the Senior Management Team.

### 2.8. Review of Terms of Reference

These Terms of Reference will be reviewed following the outcome of the self-review survey if applicable.



## 3. Workplace, Health and Safety (WHS) Committee: Terms of Reference

### 3.1. Responsibilities

The primary role of the Workplace Health and Safety Committee is to ensure that the Sydney Institute of Business and Technology (SIBT) and the Western Sydney University Sydney City Campus (SCC) uphold its obligations in accordance with the Work Health and Safety Act 2011 (WHS Act), and thereby strengthening the health and safety of staff and students in both the built and online environments.

The responsibilities of the Health and Safety Committee are to:

- a) Promote and facilitate cooperation between staff, students and management in the development and implementation of WHS plans, policy, procedures, and guidelines; and
- b) Ensure a best practice and continuous improvement approach is adopted in all matters of workplace health and safety; and
- c) Monitor and continuously improve compliance with workplace health and safety legislation, standards and codes of practice; and
- d) Engage with affiliated organisations in the building to ensure a high standard of workplace health and safety is reliably provided to all staff, students and stakeholders as required; and
- e) Promote workplace health and safety awareness and appropriate behavioural and cultural change of staff and students throughout the organisation; and
- f) Review recommendations to the College Director and Principal and the Senior Management Team on workplace health and safety matter; and
- g) Undertake a self-review at least every two years.

### 3.2. Membership

The membership of the Workplace, Health and Safety Committee is as follows:

- a) Student and Academic Services Manager (Chair) (ex officio)
- b) Director of Student and Academic Services (ex officio)
- c) Quality and Compliance Manager (ex officio)
- d) Minimum of one member from the Student Administration Team
- e) Minimum of one member from the Marketing and Admissions Team
- f) Minimum of one member from the SCC Academic team
- g) Minimum of one member from the SIBT Academic team
- h) Minimum of one member from the Student Services Team
- i) Minimum of one member from the iHelp team.

Invitees: College Director and Principal; Wellness, Health & Safety Business Partner, student representative

Those who are members by virtue of their position remain members for as long as they hold the position relevant to their membership.

The Committee can invite any staff member of the organisation or a student representative to attend meetings and may refer matters deemed to require attention to the appropriate person.

### 3.3. Meetings

- a) The Committee will meet minimum three times a year on dates to be determined, as well as on other occasions as deemed necessary.
- b) The Chair will appoint a 'Meeting Chair' from the members, on a rotating basis
- c) The agenda for each meeting of the Committee will be prepared by the nominated 'Meeting Chair', in consultation with the Chair, and provided to members of the Committee in advance of the meeting. Items on the agenda will be supported by written papers, as required.

### 3.4. Minutes

- a) Minutes of meetings will be in accordance with best practice.
- b) Minutes of each meeting will be available for ratification by the Chair within ten days after each meeting.
- c) Unconfirmed minutes and Action Items will be distributed to members after ratification within 4 weeks of the meeting
- d) Unconfirmed minutes will be distributed with the meeting papers for approval at the next meeting.
- e) Approved minutes will be electronically signed as a true and accurate record by the Chair within 10 working days of their approval by the Committee

### 3.5. Quorum

The quorum required shall be no less than half the members.

### 3.6. Reporting

The WHS Committee reports to the Senior Management Team on a quarterly basis and to the following bodies through standard reporting by the Director of Student and Academic Services to:

- a) Board of Directors; and
- b) WSU Sydney City Campus Joint Management Committee; and
- c) Safer Campus Community Committee.

### 3.7. Review of Terms of Reference

These Terms of Reference will be reviewed following the outcome of the self-review survey if applicable. Any amendments agreed by the Committee will be recommended for ratification by the Senior Management Team.

## 4. Safer Campus Community Committee: Terms of Reference

The Safer Campus Community Committee was created in response to the insights and recommendations provided by the Australian Human Rights Commission report on sexual assault and sexual harassment (SASH) on campus: “*Change the Course*”.

SIBT delivers its own Foundation and Diploma programs, and also delivers undergraduate and postgraduate degrees for Western Sydney University (WSU) as a third-party provider. The Safer Campus Community Committee has a campus-wide focus, and collaborates closely with the following relevant stakeholders and groups at WSU:

- a) Respect. Now. Always. Project Team and Task Force; and
- b) Complaints Resolution Unit; and
- c) Student Counselling and Welfare teams at Western Sydney University; and
- d) Student Representation and Participation and Campus Life.

### 4.1. Responsibilities

The responsibilities of the Safer Campus Community Committee are to:

- a) Ensure the leadership drives action, engagement and organisational support for SASH issues; and
- b) Ensure the campus has a clear plan around changing attitudes and behaviours, informed by practice and learnings at WSU, Navitas and in the sector more broadly; and
- c) Ensure the campus continually monitor, evaluates and improves its approaches to student wellbeing and safety; and
- d) Review policies and procedures and recommend changes or additions for SIBT; feed into reviews at WSU; and
- e) Review and improve information to students; and
- f) Review staff and student capabilities and determine appropriate training for staff and students; and
- g) Develop measures to ensure information, training and support services are understood and effective; and
- h) Ensure SASH incident reporting improves the transparency of reporting and the campus's ability to continually monitor and evaluate its approaches to student and staff wellbeing and safety; and
- i) Undertake a self-review at least every two years.

### 4.2. Membership

The membership of the Safer Campus Community Committee is as follows:

- a) Student Services Manager (Chair) (ex officio)
- b) College Director and Principal (ex officio)
- c) Director of Student and Academic Services (ex officio)
- d) Counsellor (ex officio)
- e) Student Experience Officer (ex officio)
- f) SIBT Academic Director or senior academic staff member
- g) WSU Sydney City Campus Academic Director or senior academic staff member
- h) One student from SIBT – nominated by the Student Voice Committee
- i) One student from Western Sydney University Sydney City Campus – nominated by the Student Voice Committee

- j) Quality and Compliance Manager (ex officio) (Secretary)
- k) Equity and Diversity Representative from Western Sydney University

Those who are members by virtue of their position remain members for as long as they hold the position relevant to their membership.

Those who are members through invitation serve a term of one year. Members whose term has ended can be re-nominated to serve another term of membership.

### 4.3. Meetings

The Safer Campus Community Committee meets at least three times per year, with any other business conducted by flying minutes. The Chair may convene a special meeting at any time if required.

### 4.4. Quorum

A quorum will be at least 6 members.

### 4.5. Secretariat

The Secretary of the Safer Campus Community Committee is the Quality and Compliance Manager

The Secretary will:

- a) Ensure reports and papers are provided in a timely manner for inclusion in the meeting papers
- b) Ensure that the agenda, meeting papers and related briefing materials for meetings are prepared, in consultation with the Chair, and forwarded to members in a timely and effective manner, and at least 7 (seven) days in advance of scheduled meetings; and
- c) Maintain the list of resolutions and actions resulting from each meeting, including circular resolutions.

### 4.6. Minutes

- a) Minutes of meetings will be in accordance with best practice.
- b) Minutes of each meeting will be available for ratification by the Chair within ten days after each meeting.
- c) Unconfirmed minutes and Action Items will be distributed to members, after ratification, within 4 weeks of the meeting
- d) Unconfirmed minutes will be distributed with the meeting papers for approval at the next meeting.
- e) Approved minutes will be electronically signed as a true and accurate record by the Chair within 10 working days of their approval by the Committee

### 4.7. Security and Confidentiality of Proceedings

- a) Members, participant-observers, observers, and guests at meetings must treat as confidential all matters discussed during a meeting and any documents distributed to them during a meeting unless disclosure has been authorised by the Chair. This obligation of confidentiality includes but is not limited to content of discussions, details of voting and points of view, opinions and position of individuals at the meeting. The Secretary must provide advice to all attendees to this effect.

- b) With the exception of a recording made by the Secretary for the purpose of compiling minutes, a meeting or any part of a meeting must not be recorded by any means unless otherwise determined by the Chair.
- c) Any person who receives agenda items (whether electronic or printed) must keep them secure, must treat them as confidential and must not disclose their contents nor discuss them with any other person (other than another Member or the Secretary) before the meeting.
- d) Each person who has electronic access to agenda papers must keep their login details (including passwords) secure and must not disclose the details to any other person.
- e) Where an item of business is of a confidential nature, the meeting may move off camera to discuss and resolve it and the minutes shall not record the discussion.

#### 4.8. Reporting

The Safer Campus Community Committee reports to the Senior Management Team, and provides updates to the following bodies through standard reporting by the College Director and Principal and the Student Services Manager:

- a) SIBT Academic Board; and
- b) Board of Directors; and
- c) WSU Sydney City Campus Academic Council; and
- d) WSU Sydney City Campus Joint Management Committee.

#### 4.9. Review of Terms of Reference

These Terms of Reference will be reviewed following the outcome of the self-review survey if applicable. Any amendments agreed by the Safer Campus Community Committee will be recommended for ratification by the Senior Management Team.

## 5. Student Appeals Committee: Terms of Reference

### 5.1. Responsibilities

The responsibilities of the Student Appeals Committee are to:

- a) Consider and decide student academic or non-academic appeals in accordance with the Student Complaints and Appeals Policy; and
- b) Ensure student appeals are considered and decided by an appropriately selected panel in a timely and independent manner, applying the rules of procedural fairness; and
- c) Report updates on all non-academic appeals at each Senior Management Team meeting including issues, status and resolutions and any impact to operational policies and procedures to facilitate continuous improvement as identified by the panel;
- d) Report updates on all academic appeals to the Academic Board including issues, status and resolution updates and any impact to academic policies and procedures to facilitate continuous improvement as identified by the panel;
- e) Review Student Complaints and Appeals Policy, Student Complaints and Appeals Resolution Procedure and Related Policies to ensure relevance and continuous improvement;
- f) Provide the Review Officer with access to Student Appeal documentation, in a timely manner, in the event a student formally appeals a Student Appeals Committee decision;
- g) Undertake a self-review at least every two years.

### 5.2. Membership

The membership of the Student Appeals Committee is as follows:

- a) Director of Student and Academic Services (ex officio) (Co-Chair);
- b) WSUSCC Academic Director (ex officio) (Co-Chair);
- c) Quality and Compliance Manager (ex officio) (Committee Secretary);
- d) Program Convenors for all active programs (ex officio);
- e) Student Services Manager (ex-officio);
- f) Designated International Student Support Officer (appointed).

Where an academic appeal is to be considered, a panel will be convened with appropriate Committee members selected.

**Academic panel members** to include:

- a) WSUSCC Academic Director (ex-officio) (Chair);
- b) Quality and Compliance Manager (ex-officio) (Committee Secretary);
- c) Program Convenor (with no conflict of interest with appeal being heard) (ex-officio);
- d) Designated International Student Support Officer (appointed).

Where a non-academic appeal is to be considered, a panel will be convened with appropriate Committee members selected.

**Non-Academic panel members** to include:

- a) Director of Student and Academic Services (ex officio) (Chair);
- b) Quality and Compliance Manager (ex-officio) (Committee Secretary);
- c) Student Services Manager (ex-officio);
- d) Designated International Student Support Officer (appointed).

As all members hold membership by virtue of their position (ex officio) they will remain members for as long as they hold the position relevant to their membership.

In the event a Chair registers a conflict of interest, the alternate Chair will be the substitute Chair on the panel.

In the event the Student Services Manager registers a conflict of interest, the Student and Academic Administration Manager will be the substitute on the panel.

### 5.3. Committee Secretary Responsibilities

The responsibilities of the Committee Secretary are:

- a) To liaise with the Complaints and Appeals Coordinator to ensure all documentation is complete and verified prior to scheduling an appeal hearing;
- b) Selection of panel members for each appeal ensuring conflicts of interest are identified and mitigated in the panel selection process;
- c) Scheduling of appeal hearings taking into consideration member availability and process timeframe;
- d) Distributing appeal documents to panel members in seven (7) working days;
- e) Responsibility for maintaining integrity and completeness of the Student Complaints and Appeals Register;
- f) Reporting to Senior Management Team and Academic Board meetings as stated in 5.5;
- g) Provide annual reporting data to academic and non-academic annual report authors in a timely manner with assurance of data integrity;
- h) Facilitate appeal outcome communication to the student that is clear and concise, within five (5) working days, to close the resolution loop.

In the event the Committee Secretary registers a conflict of interest on an appeal, the panel Chair will assume responsibility of Committee Secretary Responsibilities 5.3a-c and report the outcome of the appeal to the Committee Secretary at the conclusion of the panel meeting.

### 5.4. Meetings

The Appeals Panel meeting will be scheduled as required to consider appeals within 10 working days of the formal appeal being received.

### 5.5. Quorum

A quorum for a meeting of the Student Appeals Committee meetings will be six (6) members.

Co-Chairs will determine which will act as Chair for a scheduled Committee meeting. The Chair has, where there is an equality of votes on any decision, an additional casting vote.

### 5.6. Reporting

The Appeals Committee Secretary will report to the:

- a) Academic Board at each meeting, an update on the status of academic appeals received and appeal panel determinations on changes to policy and/or procedures from each Appeal; and
- b) Senior Management Team at each meeting, an update on the status of non-academic appeals received and appeal panel determinations on changes to policy and/or procedures from each Appeal.

## 5.7. Review of Terms of Reference

The Terms of Reference will be reviewed following the outcome of the self-review survey if applicable. Any amendments agreed by the Student Appeals Committee will be recommended to both the Academic Board and the Senior Management Team for ratification.

## 5.8. Conduct of Meetings

Panel members are required to declare to the Committee Secretary any real, perceived, or potential conflict of interest with the Appeal on the agenda. Any member who has been involved in or made a determination about, or has a conflict of interest in the matter, which is the subject of an appeal, shall be ineligible to sit as a member on the Appeal Panel for the appeal being considered.



## 6. Student Voice Committee: Terms of Reference

Student Voice Committee (SVC) is a joint committee of Sydney Institute of Business and Technology (SIBT) and Western Sydney University Sydney City Campus (WSUSCC) that upholds interests of the entire student community. Active student participation is an important role in fostering a vibrant campus community and promotes all forms of student participation either through student representative or other approved channels, such as being actively involved in Clubs and Societies (see Student Representation and Participation Policy). SIBT and the University are committed to ensuring that all students have the ability to participate in any way they can in decision making processes.

The Student Voice Committee will act as an embryonic student representative and consultative body. Its purpose is to provide a forum for student engagement with the student community in order to represent the views, interests and concerns of students at the SIBT and WSUSCC.

### 6.1. Responsibilities

The responsibilities of the Student Voice Committee are to:

- a) Provide an opportunity for student liaison with SIBT and WSUSCC in its commitment to continuous enhancement of the student experience; and
- b) Identify issues of concern for the student body and provide feedback to the various SIBT and WSUSCC boards and committees; and
- c) Suggest activities or improvements to the campus including within teaching and learning, facilities, services and overall campus life; and
- d) Act as a point for initial student consultation facilitated by student support service staff with other key staff in attendance where relevant; and
- e) Facilitate effective communication between students and SIBT/ and WSUSCC; and
- f) Undertake a self-review annually in November.

### 6.2. Membership

Membership of the SVC will be established by an Expression of Interest process as conducted by SIBT and WSUSCC student support service staff.

- a) There will be a minimum of 4 and a maximum of 12 current students from WSUSCC.
- b) The SVC will have two additional members from SIBT.
- c) The SVC will seek to comprise of representatives from each program offered across SIBT and WSUSCC.
- d) A member of the SVC Committee must be a currently enrolled student of SIBT or WSUSCC respectively.
- e) Any member of the SVC who brings the SVC or campus into disrepute may be dismissed from the Committee by the Academic Director.
- f) If a member does not attend three meetings in a row without a reasonable explanation, they will be removed from the Committee.
- g) If any member of the SVC Committee should resign, be dismissed, or abandon their duties, their position may be filled by an Expression of Interest at the earliest date of convenience for SIBT and WSUSCC student support service staff.

### 6.3. Meetings

- a) The SVC will meet monthly during session and more frequently if required.
- b) Each meeting will have an agenda.
- c) One member of the SVC will chair the meeting on a rotational basis and another member of the SVC will be responsible for recording and filing minutes.
- d) The Student Experience Officer and/or another Student Support Services staff member will be present at all formal meetings and other meetings where relevant.
- e) Any student or staff member of SIBT or WSUSCC can attend an SVC meeting but does not have automatic speaking or voting rights.
- f) Minutes of the SVC meetings will be uploaded in the shared location/s.

### 6.4. Reporting

The Student Voice Committee reports to the Senior Management Team. Academic matters are forwarded to the Academic Board via student representative to the Board.

The outcome of the SVC November Self-Review Survey will be considered by the sitting SVC before the end of their tenure. A report of findings and suggestions will be provided to the new SVC members in the following year.

### 6.5. Review of the Terms of Reference

The Terms of Reference of the Student Voice Committee will be reviewed following the outcome of the self-review survey if applicable. Any proposed amendments will require consultation with the Student Voice Committee and approval by the Academic Director and Senior Management Committee.

# Academic Governance

Academic Governance at SIBT is informed by:

- TEQSA Guidance Note: Academic Governance (<https://www.teqsa.gov.au/guides-resources/resources/guidance-notes/guidance-note-academic-governance>);
- TEQSA Guidance Note: Academic Quality Assurance (<https://www.teqsa.gov.au/guides-resources/resources/guidance-notes/guidance-note-academic-quality-assurance>);
- Navitas Pty Ltd UPA Academic Board Chairs Forum.

In TEQSA's Guidance Note: Academic Governance (version 2.3, p. 1), 'academic governance' is defined as:

*the framework of policies, structures, relationships, systems and processes that collectively provide leadership to and oversight of a higher education provider's academic activities (teaching, learning and scholarship, and research and research training if applicable) at an institutional level. The collective oversight of the academic community is usually exercised through a single body (e.g., an academic board, with or without sub-committees) and/or a variety of other structures (e.g., faculty boards, teaching and learning committees or course advisory committees).*

SIBT's academic governance is also informed by TEQSA's definition of 'academic leadership'; "a complex system of interrelated and interdependent elements that, together, support leadership of academic matters" (TEQSA Guidance Note: Academic Leadership <https://www.teqsa.gov.au/guides-resources/resources/guidance-notes/guidance-note-academic-leadership> p. 1). Academic governance is intended to achieve the following outcomes:

- Agreed institutional directions on academic matters within a provider (e.g., policy frameworks, institutional academic benchmarks such as desired grade standards, admission criteria);
- Established continuity of academic cultures and values within the provider (e.g., commitments to scholarship, academic freedom and improvement);
- Consistent adherence to agreed academic directions and policies (e.g., acceptance of institutional academic directions and consistency in application of policies);
- Positive student learning experiences and quality academic outcomes;
- Academic influence and innovation through dissemination of ideas about higher education, whether within a provider, across the sector or more generally (e.g., in the literature); and
- Intended academic positioning of the provider in its sector (e.g., at the forefront of distance learning, an overt commitment to professional education, specialisation in innovative technology or creativity).

SIBT's Governance Structure has an academic arm consisting of the Academic Board, the Board of Examiners, the Learning and Teaching Committee and other sub-committees as deemed necessary.

## 7. Academic Board: Terms of Reference

### Introduction

The SIBT Academic Board is the senior academic body for SIBT. The Academic Board has been delegated authority from the Board of Directors for the oversight and academic governance of the College's educational activities, including the quality of teaching, learning, and scholarship.

The Academic Board advises the Board of Directors on all academic governance matters, including academic standards and quality assurance measures, relating to SIBT's teaching, learning, and scholarship activities. In fulfilling its functions below, the Academic Board:

- a) Reports to the Board of Directors after each of its meetings; and
- b) Considers matters referred to it by the College Director and Principal or the Board of Directors; and
- c) Provides regular advice to the Board of Directors about innovations and risk with regards to teaching and learning, academic performance, and academic policies and practices.

### 7.1. Responsibilities

The responsibilities of the Academic Board are to:

- a) Provide academic leadership consistent with the types and levels of courses offered; and
- b) Foster academic excellence and innovation in teaching and learning, and promote a culture of scholarship and intellectual inquiry; and
- c) Monitor the effectiveness of innovations, proposals for innovations and other initiatives to improve teaching and learning outcomes; and
- d) Approve academic quality assurance frameworks and teaching and learning frameworks and oversee academic quality assurance, including academic integrity and the monitoring of potential risks; and
- e) Approve and monitor learning and teaching plans and related plans, including the academic workforce plan and scholarship plan, in accordance with the SIBT's strategic plans; and
- f) Review and recommend to the Board of Directors the academic elements of all applications for institutional re-registration; and
- g) Review and recommend to the Board of Directors all applications for course re-accreditation(s) that are to be externally assessed by the relevant regulator; and
- h) Approve major changes to accredited programs and units; and
- i) Recommend the discontinuation of programs to the Board of Directors and endorse related student transition plans; and
- j) Set and monitor institutional benchmarks for academic quality and outcomes, including program results, unit results, student progress and outcomes with reference to student cohorts, and satisfaction survey results, and recommend actions to improve performance against those benchmarks, where required; and
- k) Review and approve academic policies and monitor their effectiveness; and
- l) Monitor the implementation of academic delegations and confirm that delegations of academic authority are implemented; and
- m) Advise on the quality and adequacy of academic support services, and academic resources and facilities; and
- n) Approve the award of qualifications and assure the Board of Directors of the integrity of the awards issued; and
- o) Provide competent advice and reports to the Board of Directors and management on the quality of learning and teaching and other academic matters, including advice on academic outcomes, policies and practices, and academic services, resources and facilities; and

- p) Periodically review the effectiveness of institutional monitoring and improvement activities relating to academic matters, including academic complaints and appeals processes, assessment strategies, student progression, strategies for dealing with poorly performing students and cohorts, and academic misconduct, and ensure underlying causes are addressed; and
- q) Undertake an annual review of its performance against the relevant standards of the HESF 2021, and report outcomes and actions to the Board of Directors; and
- r) Establish and monitor the effectiveness of all Academic Board's sub committees against their Terms of Reference and academic delegated authority; and
- s) Exercise other functions as may be delegated by the Board of Directors from time to time.

## 7.2. Membership

The Academic Board collectively shall have significant academic experience in higher education, including in the development, design, and delivery of higher education programs and in academic governance.

The Academic Board membership comprises:

- a) Independent Chair, appointed by the Board of Directors
- b) A minimum of three external representatives with relevant discipline expertise, appointed by the Board of Directors
- c) SIBT College Director and Principal (ex officio)
- d) SIBT Academic Director (ex officio)
- e) Chair of the Learning and Teaching Committee (ex officio)
- f) One SIBT teacher nominated by the SIBT Academic Director
- g) One SIBT Program Convenor with discipline expertise to attend on a rotating basis (rotate attendance every meeting or as required)
- h) One student member
- i) Quality and Compliance Manager (ex officio).

The protocols for membership of the SIBT Academic Board are:

- a) Those who are members by virtue of their position remain members for as long as they hold the position relevant to their membership; and
- b) Those who are members through appointment (except student representatives) serve a term of three years, and a maximum of three terms; and
- c) Those who are members through appointment as student members serve a term of one year and a maximum of two terms; and
- d) Members of Academic Board are selected on the basis of their particular expertise in relation to higher education curricula, relevant discipline expertise and delivery.

Casual vacancies of external members may only be filled by the Board of Directors on nomination of a replacement by the Chair of the Academic Board.

Board of Directors will:

- a) Conduct an annual review of the membership, including the Chair, of the Academic Board; and
- b) Recommend to the Academic Board any proposed changes to its membership.

## 7.3. Members' Duties

Members of the Academic Board must:

- a) Not make any public statement or political comment and shall not purport to speak on behalf of the Academic Board or SIBT; and

- b) Declare any actual or perceived conflict of interest that might arise in the course of their service on the Academic Board; and
- c) Carry out their functions in the best interests of the College; and
- d) Act honestly and exercise a reasonable degree of care and diligence in carrying out their functions; and
- e) Understand the regulatory requirements under which the College operates, particularly with regards to their relationship to the functions of the Academic Board.

External members of the Academic Board must meet and maintain “fit and proper person” requirements and submit a TEQSA fit and proper person declaration to the College Director and Principal before commencing their appointment, and any changes must be declared to the College Director and Principal within five working days.

In between meetings of the Academic Board, the Chair shall have the authority of the Academic Board to take urgent executive action and make decisions on behalf of the Academic Board, including late conferral of awards. Decisions and actions of the Chair made under such delegated authority will be reported in writing to the full Academic Board at its next scheduled meeting.

#### 7.4. Student Representative

- a) Student members are considered present at Academic Board meetings as either in person or through their report
- b) Where student members are absent (no report or attendance) for two consecutive meetings their membership on the Board shall become vacant.
- c) Academic Board liaison will be the Academic Director (ex-officio)
- d) Induction of Student Representatives by the Chair will include:
  - a. Overview of meeting structure and protocol
  - b. Overview of the Governance Charter
  - c. Confidentiality and privacy responsibilities
  - d. Exclusion from decisions where students are identifiable e.g., conferral of awards
  - e. Responsibility to provide a written report for each scheduled Academic Board meeting using the template provided in Induction
  - f. Termination of membership of the Academic Board

#### 7.5. Deputy Chair

A Deputy Chair shall be appointed from the external membership of the Academic Board by the Board of Directors.

#### 7.6. Meetings

- a) The Academic Board meets at least three times per year, with any other business conducted by flying minute. The Chair may convene a special meeting at any time with reasonable notice.
- b) Each year Academic Board shall determine a schedule of meetings for the following year.
- c) Sub-Committee meetings will be scheduled prior so as to enable reporting to the Board.
- d) Minutes of each meeting shall include the date of the next meeting unless it has not yet been set.
- e) In addition to the scheduled meetings, a special meeting may be convened at any time by the Chair or the College Director and Principal by a written request from at least three members, outlining the proposed business of the meeting.
- f) Members may participate in the meeting by videoconference or other electronic means if

- unable to attend in person.
- g) Members serving ex officio may appoint someone to serve in their place but others cannot do so. Members cannot assign their voting rights to another member as a proxy; no member can exercise more than one deliberative vote.
  - h) When an appointed member of the Academic Board or a committee will be absent for six months or longer, the Board of Directors will appoint a replacement for that period.
  - i) The positions of members of the Academic Board who are absent from three consecutive meetings without leave of the Academic Board, shall become vacant.
  - j) Any member unable to attend a meeting may record their apology by advising the Secretary prior to the meeting.
  - k) Where a member anticipates being absent for two or more consecutive meetings, they should apply to Academic Board for leave of absence. Leave of absence may be granted only by resolution of Academic Board. Academic Board may grant leave of absence for reasons such as travel commitments, illness, bereavement (or similar compassionate grounds) or for any other reason Board considered appropriate.
  - l) Where the Chair of Academic Board decides a meeting of Academic Board is not feasible or is not warranted due to lack of sufficient business or decides that a matter is urgent and requires determination before the next meeting, they may authorise a matter to be determined by circulation (flying minute).
  - m) The student representatives to Academic Board are members of the Academic Board. The Chair has the right to exclude student representatives from parts of Academic Board meetings when discussing sensitive information specific to other named students.
  - n) A special meeting shall consider only the business specified in the agenda or notice of meeting unless an absolute majority of members agree to consider another item or items.
  - o) A meeting may adjourn any business to a future meeting. An adjourned meeting shall consider only the uncompleted business of that meeting unless an absolute majority of members agree to consider another item or items.

## 7.7. Quorum

- a) The quorum for Academic Board is fifty percent of members plus one.
- b) In the event of a quorum not being present at an Academic Board meeting within thirty minutes after the time appointed for a meeting, or during the meeting, the meeting must be adjourned to a time not later than fourteen days after the date of such adjournment.

## 7.8. Security and Confidentiality of Proceedings

- a) Members, participant-observers, observers, and guests at meetings must treat as confidential all matters discussed during a meeting and any documents distributed to them during a meeting unless disclosure has been authorised by the Chair. This obligation of confidentiality includes but is not limited to content of discussions, details of voting and points of view, opinions and position of individuals at the meeting. The Secretary must provide advice to all attendees to this effect.
- b) No person other than the Chair, or in the Chair's absence, the Deputy Chair, may make any public statement concerning the business of the Academic Board or of any Academic Board subcommittee.
- c) With the exception of a recording made by the Secretary for the purpose of compiling minutes, a meeting or any part of a meeting must not be recorded by any means unless otherwise determined by the Chair.
- d) Any person who receives agenda items (whether electronic or printed) must keep them secure, must treat them as confidential and must not disclose their contents nor discuss them with any other person (other than another Member or the Secretary) before the meeting. Each

- person who has electronic access to agenda papers must keep their login details (including passwords) secure and must not disclose the details to any other person.
- e) Where an item of business is of a confidential nature, the meeting may move off camera to discuss and resolve it.
  - f) The minutes shall not record the discussion in committee.

## 7.9. Induction

An induction program, led by the Chair of the Academic Board, will be held for new members prior to their first meeting.

Members will be provided with comprehensive information about SIBT, which will include but not be limited to:

- a) Company Constitution; and
- b) Governance Charter; and
- c) Staff Code of Conduct; and
- d) Delegated Authorities Policy and Register; and
- e) Risk Management Policy, Framework and Register; and
- f) Quality Assurance Framework
- g) Teaching and Learning Plan



## 7.10. Professional Development

Professional development will be available to all members of the Academic Board as approved by management upon request.

## 7.11. Minutes

- e) Minutes of meetings will be in accordance with best practice.
- f) Minutes of each meeting will be available for ratification by the Chair within ten days after each meeting.
- g) Unconfirmed minutes will be distributed to members after ratification by the Chair for approval at the next meeting.
- h) Information relating to matters under consideration and issues resolved will be disseminated to the College, except where those matters are Commercial in Confidence.
- i) Approved minutes will be electronically signed as a true and accurate record by the Chair within 10 working days of their approval by the Academic Board.

## 7.12. Secretariat

The Secretary of the Academic Board is appointed by the College Director and Principal.

The Secretary will:

- d) Ensure that the agenda, board packs and related briefing materials for Board meetings are prepared, in consultation with the Chair, and forwarded to members in a timely and effective manner, and at least 7 (seven) days in advance of scheduled meetings;
- e) Maintain the list of resolutions and actions resulting from each meeting, including circular resolutions; and
- f) Record, maintain, and distribute the minutes of all Academic Board and its subcommittee meetings as required. The College Director and Principal will appoint a secretary who is responsible for secretariat support.

## 7.13. Participant Observers and Observers

- a) Participant Observers are entitled to attend and to contribute to discussion. However, they may not participate in decision-making.
- b) Staff and students of SIBT are entitled to attend as observers, provided they notify the Quality and Compliance Manager in advance and approval is granted by the Chair of the Academic Board.
- c) Observers may listen to the meeting but are not to participate in discussion or decision-making. The meeting may resolve to exclude any or all observers for discussion of particular items of business. The Chair may invite an observer to participate in the discussion.

## 7.14. Reporting

The Chair of the Academic Board shall provide a report, which encapsulates sub-committee reporting to the Academic Board, following each meeting for consideration by the SIBT Board of Directors.

## 7.15. Review of Terms of Reference

These Terms of Reference will be reviewed following the outcome of the self-review survey if applicable. Any amendments agreed by the Academic Board will be recommended for ratification by the SIBT Board of Directors.

## 8. Board of Examiners: Terms of Reference

The Board of Examiners has delegated power from the Academic Board, which operates under delegated authority from the Board of Directors of the Sydney Institute of Business and Technology Pty Ltd, to make decisions on unit grades and program progression and completion matters.

### 8.1. Responsibilities

The responsibilities of the Board of Examiners are to:

- a) Consider the grades submitted by each lecturer for each module and ensure that the grades are awarded in accordance with the Assessment Policy; and
- b) Moderate the module marks achieved by students where applicable; and
- c) Review and monitor the awarding of interim grades, i.e., incomplete, supplementary or deferred grades; and
- d) Monitor outstanding applications for special consideration and ensure they are applied in accordance with the Special Consideration Policy; and
- e) Examine and make decisions on progression and completion matters, such as exclusions, graduation, pathway mobility (e.g., Foundation) study load restrictions, students at risk, subgroups intervention strategies, and the application of academic conditions in accordance with the Program Progress Policy; and
- f) Review the Assessment Policy to ensure best practice and recommend changes, through the Board of Examiners Chair, for approval by the Academic Board; and
- g) Report to the Academic Board, through the Board of Examiners Chair, on student completion outcomes and confirm the integrity of the process has been maintained; and
- h) Undertake a self-review at least every two years.

### 8.2. Membership

The membership of the Board of Examiners is as follows:

- a) Academic Director (Chair)
- b) Program Convenors for all active programs (ex officio)
- c) Academic Success Coordinator (ex officio)
- d) Student and Academic Services Coordinator (ex officio).

Invitees: Student Counsellor, Student Learning Advisor for consultation (no voting rights). Quality and Compliance Manager for quality assurance (no voting rights).

Student and Academic Services Coordinator (ex officio) to document action items from Board of Examiners deliberations supported by one member and the Quality and Compliance Manager for quality assurance.

Those who are members by virtue of their position remain members for as long as they hold the position relevant to their membership.

If a member is unable to attend a meeting, the Chair will appoint a nominee to attend in lieu of that member. The member should ensure the nominee is fully briefed and prepared to contribute to the meeting.

### 8.3. Meetings

The Board of Examiners will meet the week results are due to be released at the end of each study period, allowing time to apply the decisions resulting from the meeting.

#### 8.4. Quorum

Meeting quorum is met when no fewer than four members are in attendance.

#### 8.5. Code of Conduct, Confidentiality, and Independence

Members of the Board are to:

- a) Exercise objectivity and integrity when performing their duties and responsibilities; and
- b) Act in a proper and judicious manner in the use of information acquired in the course of their duties and responsibilities, particularly with regard to the maintenance of confidentiality and privacy of information; and
- c) Exercise sound judgement guided by the established SIBT Code of Conduct in all matters relating to membership of the Board; and
- d) Disclose to the Board any matter which could compromise the performance of their duties as a member of the Board or give rise to a perception of a conflict of interest.

#### 8.6. Secretariat

- a) The Chair will appoint a secretary who will be responsible for preparing and distributing a formal agenda (including Terms of Reference checklist) prior to the meeting and action items after each meeting. The Chair will appoint the Student and Academic Services Coordinator to be responsible for the distribution of meeting papers in advance of any meeting, where possible.
- b) Decisions and actions resulting from each meeting will be consolidated by the Student and Academic Services Coordinator and signed off by the relevant Program Convenor, and data changes implemented within 24 hours of signoff, where practicable.

#### 8.7. Reporting

The Board of Examiners reports into the Academic Board through standard reporting by the Academic Director.

#### 8.8. Review of Terms of Reference

The Terms of Reference of the Board of Examiners will be reviewed following the outcome of the self-review survey if applicable. Any proposed amendments will require approval by the Academic Board.

## 9. Learning and Teaching Committee: Terms of Reference

The Academic Board delegates responsibility to the Learning and Teaching Committee to monitor, report and make recommendations on quality assurance processes for learning and teaching. The Learning and Teaching Committee provides advice on policy and practice and is responsible for implementing academic policies and procedures that ensure academic operations meet quality educational standards.

### 9.1. Responsibilities

The responsibilities of the Learning and Teaching Committee are to:

- a) Ensure the continuous improvement of programs and units, including delivery and assessment strategies, in response to benchmarking of processes and outcomes; and
- b) Monitor student progress to ensure that at risk students and subgroups are identified and strategies are adopted early to ensure learning outcomes are achieved; and
- c) Improve the quality of teaching through regular review of student evaluation of units and student evaluation of teaching as a basis for continuous improvement; and
- d) Monitor and advise on the learning and teaching environment, including developments in educational technology, and facilities/resources which provide a physical environment conducive to study; and
- e) Review and approve minor program changes and minor changes to units; and
- f) Recommend major changes to units as well as introduction and/or cessation of units; and
- g) Provide feedback on accreditation/re-accreditation issues raised by the accrediting authority and ensuring appropriate responses are formulated as required; and
- h) Provide input into professional development and scholarship initiatives; and
- i) Provide input on the implementation of academic policies relating to all learning and teaching processes, including admissions, student progress, examinations and assessment, and academic appeals; and
- j) Monitor and review the implementation of the Learning and Teaching Plan and report progress to Academic Board; and
- k) Oversee the processes by which students are assessed, including assessment moderation, in line with the organisational assessment policy and overarching strategy; and
- l) Promote the practice of principles of academic integrity.
- m) Undertake a self-review at least every two years.

### 9.2. Membership

The membership of the Learning and Teaching Committee is as follows:

- a) Learning and Teaching specialist (Chair)
- b) SIBT Academic Director (ex officio)
- c) SIBT Program Convenors (ex officio)
- d) A minimum of two SIBT teaching staff in the relevant disciplines (appointed via an expression of interest and member votes) for a period of no less than 12 months
- e) A minimum of one and a maximum of two external academic staff with relevant discipline expertise; (appointed by member votes for a period of two to three years)
- f) A maximum of two senior academic staff members, appointed by the Academic Director, for a period of no less than 12 months
- g) Student representative upon invitation from the Chair.

### 9.3. Quorum

A quorum of the Learning and Teaching Committee will consist of one half of the appointed members if the number of members is even; or a majority of the appointed members if the number of members is odd. In the case of a tied vote the Chair has the casting vote. If no quorum is present, the meeting may proceed in the same manner as those prescribed in the Academic Board quorum rules.

### 9.4. Meetings

The Learning and Teaching Committee will meet according to a pre-determined schedule for the year (at least three meetings per year). Additionally, once in every twelve-month period, the Teaching and Learning Committee shall devote a part of one meeting to the review of its policies, practices, and procedures, and their effectiveness, over the preceding twelve months.

### 9.5. Secretariat

The Chair will appoint a secretary who is responsible for secretariat support. Papers will be available at least seven days in advance of a meeting. Draft minutes will be available within seven days of a given meeting. Unconfirmed minutes will be presented to the next Academic Board meeting and distributed to members thereafter for approval at the next meeting.

### 9.6. Reporting

The Learning and Teaching Committee reports into the Academic Board through standard reporting by its Chair.

### 9.7. Review of Terms of Reference

The Terms of Reference of the Learning and Teaching Committee will be reviewed following the outcome of the self-review survey if applicable. Any proposed amendments will require approval by the Academic Board.

### 9.8. Role of Chair

The Chair is appointed by the Academic Board and holds office at the discretion of the Board until removed from office by the Board or until the Chair resigns from office or is no longer a Board member.

The Chair acts as an important link between the Learning and Teaching Committee and the Academic Board.

The Chair is responsible for the leadership of the committee including:

- a) Facilitating proper information flow to the Academic Board; and
- b) Facilitating the effective functioning of the committee including managing the conduct, frequency and length of committee meetings; and
- c) Communicating the views of the Academic Board to the Learning and Teaching Committee, where appropriate; and
- d) Setting the agenda for the Learning and Teaching Committee; and
- e) Seeking to ensure that the Committee as a whole has the opportunity to maintain adequate understanding of the organisation's teaching and learning plan / risk / and the opportunities

- and challenges facing the organisation in this regard; and
- f) Ensuring the Committee focuses on the quality of learning and teaching; and
  - g) Facilitating open and constructive communication amongst Committee members and encouraging their contribution to Committee deliberations; and
  - h) Liaising and interfacing with the Academic Director as the primary contact between the Academic Board and management.

## 10. Academic Integrity Committee: Terms of Reference

The Academic Integrity Committee is part of the formal SIBT academic governance structure and undertakes a key role in ensuring consistency of decision making around academic matters.

The Academic Board delegates responsibility to the Academic Integrity Committee for investigating reports of academic misconduct, determining the severity of the incident, deciding whether a penalty should be imposed, and what that penalty should be.

### 10.1. Responsibilities:

The responsibilities of the Academic Integrity Committee are to:

- a) Investigating reports of academic misconduct; and
- b) Determining the severity of a confirmed incident and the type of penalty to be imposed; and
- c) Investigating avenues to educate students as a form of mitigation; and
- d) Reporting to the Learning and Teaching Committee at the end of each session; and
- e) Reviewing sessional allegations and incidents to identify systemic issues or trends and mitigation strategies; and
- f) Providing feedback on SIBT Academic Integrity Policy and processes; and
- g) Undertake a self-review at least every two years.

The Chair of each meeting is responsible for:

- a) Scheduling the hearing; and
- b) Distribution of the agenda and papers prior to the hearing; and
- c) Completion of the agenda checklist and clearly and accurately minute the outcome; and
- d) Updating of the Academic Misconduct Register following the hearing; and
- e) Ensuring the student is informed of the outcome in a clear, concise and timely manner.

### 10.2. Membership

The membership of the Academic Integrity Committee is as follows:

- a) Program Convenor (ex-officio) (Chair)
- b) Academic Director (ex-officio)
- c) Program Convenors from an active program, if required.

The Quality and Compliance Manager will provide compliance advice and secretariat duties as required but has no voting rights on AIC cases.

Members remain members for as long as they hold the position relevant to their membership.

### 10.3. Meetings

The Academic Integrity Committee shall meet as required to address circumstances that arise.

### 10.4. Quorum

A quorum for the meeting will be three members.



## 10.5. Reporting

The Academic Integrity Committee Chairs will provide a consolidated report on the allegation and ruling/s to the Learning and Teaching Committee at each meeting using the Academic Integrity Committee Report.

## 10.6. Review of Terms of Reference

The Terms of Reference of the Academic Integrity Committee will be reviewed from time to time. Any proposed amendments will require endorsement by the Learning and Teaching Committee and approval by the Academic Board.

# 11. Program Advisory Committee: Terms of Reference

The Program Advisory Committee is a standing committee of the Academic Board which is convened to provide industry and content-specific advice and guidance about developing and reviewing SIBT's higher education programs.

The Academic Board may summon a program advisory committee for each program or for each field of education, or discipline area to discharge its responsibilities as outlined below.

## 11.1. Responsibilities

The responsibilities of the Program Advisory Committee are to:

- a) Provide advice to the Academic Board on recent developments and trends in specific fields of study, including higher education accreditation requirements of SIBT; and
- b) Provide advice on program design and accreditation in the initial development of programs, and programs under significant review and re-accreditation; and
- c) Provide advice on major changes to units as well as introduction and/or cessation of units; and
- d) Consult widely with students, academic staff, professional/industry leaders and external academics, and use consultation feedback together with internal quality assurance data to inform program development; and
- e) Assist in the development of curriculum, unit outlines and assessment tasks in accordance with policies and procedures, and the standards required by TEQSA and the Australian Qualifications Framework; and
- f) Consult with relevant stakeholders to determine appropriate learning and teaching resources for programs, such as textbooks, recommended readings, journals, library resources etc; and
- g) Undertake a self-review at the conclusion of a committee's scoped review and development project.

## 11.2. Membership

The members of each Program Advisory Committee shall be nominated by the Program Convenors and Academic Director and approved by the Academic Board, and shall comprise external academics, industry and professional leaders, internal teaching and other staff as relevant, and an SIBT graduate.

The term of office shall be as set out by the Academic Board. Vacancies will be filled by nominations from the Program Advisory Committee, Academic Board, or key academic staff, pending approval from the Academic Board ensuring that the expertise from the outgoing member is filled.

The membership of the Program Advisory Committee (Diploma Programs) is as follows:

- a) SIBT Academic Director (Chair) (ex-officio) for new program/s or
- b) SIBT Program Convenor (Chair) (ex-officio) for active programs
- c) At least two external academic experts in the field
- d) At least two external industry experts in the field
- e) Chair of the Learning and Teaching Committee (ex-officio)
- f) Western Sydney University Sydney City Campus Academic Director (ex-officio)
- g) Western Sydney University Sydney City Campus Program Convenor in field of study (ex-officio)

- h) At least one internal teaching staff; (appointed by the Chair)
- i) Recent SIBT graduate in the field of study (appointed by the Chair)

The membership of the Program Advisory Committee (Foundation Programs) is as follows:

- a) SIBT Foundation Program Convenor (Chair) (ex-officio)
- b) At least two external academic experts in the field (at least one with experience in Australian HSC Curricula)
- c) Chair of the Learning and Teaching Committee (ex-officio)
- d) At least one internal teaching staff (appointed by the Chair)
- e) Recent SIBT graduate in the field of study (appointed by the Chair).

### 11.3. Quorum

A quorum of the Program Advisory Committee will consist of one half of the appointed members with at least two external members present.

### 11.4. Frequency of Meetings

The Program Advisory Committee will meet according to a pre-determined schedule for the year. Meetings may be conducted face-to-face, and/or online via web conferencing or similar technology.

### 11.5. Secretariat

The Chair will appoint a secretary who is responsible for secretariat support. Papers will be available at least seven days in advance of a meeting. The Committee shall provide a report to the Learning and Teaching Committee for comment and endorsement then to the Academic Board after each meeting in the form of meeting minutes and reports.

### 11.6. Reporting

The Program Advisory Committee reports into the Academic Board through a standing agenda item

### 11.7. Review of Terms of Reference

The Terms of Reference will be reviewed following the outcome of the self-review survey if applicable. Any amendments agreed by the Program Advisory Committee will be recommended for ratification by the Academic Board.

## 12. Academic and Administration Delegations Register

### 12.1. Purpose and Principles

The purpose of the Academic and Administration Delegations Register is to ensure that staff have the appropriate authority to exercise powers and carry out functions, that their actions are within their remit and that they have followed all relevant policies and procedures.

A 'Delegate' is "the substantive, acting or temporary occupant of a position, or a group of persons (for example a committee) with delegated authority under this document." The following principles apply to a Delegate's level and scope of authority:

- a) A delegation under this Register relates to the Delegate's office or position, not to the individual in that position. Similarly, where a delegation is to a body by reference to the body's title, it relates to the body acting as a body, not to individual members of the body.
- b) A reference to a delegation to a position or to a body is, if the position or body is abolished, restructured or re-named, to be taken to be a reference to the principal successor to the functions of that position or body.
- c) A person duly appointed as a temporary or acting occupant of a position has the authority delegated to the position in which they are acting.
- d) A Delegate may sign any document which is necessary to give effect to their function or authority.
- e) In some instances, a delegation of authority may be given to several officers.
- f) A Delegate's Supervisor may exercise the delegated authority given to the Delegate even if not mentioned by title in the 'Delegate' column. This principle, however, does not:
  - i. Apply to a subordinate Delegate has already, in a particular case, exercised the delegation;
  - ii. Enable an individual officer or another body to exercise a delegation conferred on a body or committee: or
  - iii. Permit a supervising Delegate to exceed their own financial delegation or act outside their accountability.
- g) If a Delegate appoints or instructs another officer or body to give advice or make recommendations about the exercise of delegated authority, the Delegate nevertheless remains responsible and accountable for the decision or action.
- h) Unless the context requires otherwise, a delegation ordinarily relates only to authorities or functions within the Delegate's accountable area.
- i) Nothing in this Register authorises a Delegate to do anything which is, or is likely to be, a breach of an approved policy, procedure or code of conduct of SIBT.
- j) A delegation cannot be exercised where the Officer holding the delegation would be put in a position of conflict of interest. In such circumstances the conflicted Delegate must declare their conflict of interest, must refer the decision to their supervisor and must not exercise the delegated authority without the countersignature of their supervisor.

### 12.2. Responsibility for the Delegations Register

The Quality and Compliance Manager is responsible for:

- a) Ensuring that the Delegations Register is maintained;
- b) Ensuring that the Register is available on the SIBT intranet; and
- c) Submitting the Register to the Board of Directors once a year for review and ratification.

Amendments to the Register may only be made by the Quality and Compliance Manager on the recommendation of the Senior Management Team, Academic Board or the Board of Directors.

### 12.3. Delegated Responsibilities

1.	<b>EXECUTIVE DELEGATIONS</b>	
	<b>Function / Authority</b>	<b>Delegate</b>
1.1	Academic governance.	Academic Board
1.2	Approval of academic policies and procedures.	Academic Board
1.3	Approval of minor changes to academic policies and procedures.	Academic Director
2	<b>ACADEMIC AUTHORITIES AND FUNCTIONS</b>	
	<b>Function/Authority</b>	<b>Delegate</b>
<b>Marketing of Academic Programs</b>		
2.1	Social media communication with prospective students.	Director of Marketing and Admissions
2.2	Marketing collateral including brochures and website.	Director of Marketing and Admissions
<b>Structure and Content of Programs and Units</b>		
2.3	Amend units within programs provided the structure of the award is not affected.	Academic Board
2.4	Approve unit Prerequisites.	Academic Board
2.5	Minor changes to programs and units	Learning and Teaching Committee
<b>Student Admission, Enrolment, Progression</b>		
2.6	Determine English language admission requirements for applicants whose previous education was not in English.	Academic Board
2.7	Establish procedures and criteria for admission, advanced standing and credit transfer.	Academic Board
2.8	Approve admission of a student to a program of study based on current admissions criteria.	Admissions Manager
2.9	Approve 'special consideration' for admission to a program of study when the student can demonstrate a high probability of success.	Academic Director
2.10	Approve admission of a student requiring additional learning support.	Academic Director
2.11	Approve student deferral of commencement of enrolment.	Admissions Manager
2.12	Approve Student Leave of Absence	Student Services Manager
2.13	Approve advanced standing, credit transfer and exemptions for students.	Program Convenors

2.14	Approve the transfer of a student from one program to another.	Academic Director
2.15	Approve the withdrawal of a student from a unit where the student would not be underloading.	Student Services Manager
2.16	Approve student requests to underload.	Academic Director
2.17	Approve the transfer of a student to another provider.	Student Administration Manager
<b>Student Administration</b>		
2.17	Approve academic administrative processes to support academic policy.	Director Student and Academic Services
2.18	Determine academic timetabling, including additional classes or cancelation of classes	Student and Academic Services Manager
2.19	Determine the conditions for the award of student scholarships and prizes.	Academic Director
2.20	Determine the recipients of scholarships and prizes.	Academic Director
2.21	Determine any special needs for a student to assist with their studies once admitted to the College.	Student Services Manager
2.22	Approve a student's leave of absence application.	Student Services Manager
2.23	Approve request for a deferred examination.	Program Convenors
2.24	Approve fee adjustments e.g., waive late fee for admissions.	College Director and Principal
<b>Student Results</b>		
2.25	Approve student results and student academic standing.	Board of Examiners
2.26	Approve the exclusion of a student for academic reasons.	Board of Examiners
2.27	Determine whether a student has satisfied the requirements for the completion of the award.	Board of Examiners
2.28	Determine whether a student has satisfied the requirements for the completion of the award/Approve graduands.	Academic Board
2.29	Ratify student's Grade Point Averages (GPAs).	Board of Examiners
2.30	Determine whether a Foundation student has program completion requirements for articulation.	Board of Examiners
<b>Transcripts and Testamurs</b>		
2.31	Issue certified academic transcripts and testamurs once approved by the Academic Board	Student and Academic Services Manager
3	<b>ADMINISTRATIVE AUTHORITIES AND FUNCTIONS</b>	
	<b>Function/Authority</b>	<b>Delegate</b>
3.1	Determine the exclusion of a student for reasons of misconduct.	Academic Integrity Committee

<b>Staff Recruitment</b>		
3.2	Approve casual teaching staff appointments.	Academic Director / Program Convenors
3.3	Ratify and have oversight of teaching staff appointments.	Academic Director / Program Convenors
3.4	Approve Foundation teaching appointments.	Academic Director / Program Convenors
3.5	Approve AQF+1 equivalence.	Academic Director
3.6	Nominate supervisor of new academic staff who did not meet AQF+1 requirements	Academic Director / Program Convenors
<b>Complaints and Appeals</b>		
3.7	Determine an application by a student for re-admission, after exclusion, to a unit or program.	Academic Director
3.8	Determine an Appeal application.	Student Appeals Committee
3.8.1	Appeal Intention to Cancel – academic progress. Delegated Authority: Board of Examiners	Academic panel
3.8.2	Appeal academic misconduct penalty Delegated Authority: Academic Integrity Committee	Academic panel
3.8.3	Appeal Special Consideration application outcome Delegated Authority: Academic Director	Academic panel
3.8.4	Appeal Withdrawal Without Academic Penalty (WWAP) application Delegated Authority: Academic Director	Academic panel
3.8.5	Appeal advanced standing, credit transfer and exemption application outcomes Delegated Authority: Program Convenors	Academic panel
3.8.6	Appeal Grade Review outcome Delegated Authority: Program Convenors	Academic panel
3.8.7	Appeal Intention to Cancel (Attendance) – Foundation Delegated Authority: Student and Academic Coordinator	Non-academic panel
3.8.8	Appeal Withdrawal Without Financial Penalty (WWFP) application outcome Delegated Authority: College Director and Principal	Non-academic panel
3.8.9	Appeal Refund application outcome Delegated Authority: Student Administration Services Manager	Non-academic panel
3.8.10	Appeal Intention to Cancel – Non-payment Delegated Authority: Student Administration Services Manager	Non-academic panel
3.8.11	Appeal Leave of Absence or Withdrawal application Delegated Authority: Student and Academic Services Manager	Non-academic panel
3.8.12	Appeal Non-academic Misconduct Penalty Delegated Authority: Student and Academic Services Manager	Non-academic panel
3.8.13	Appeals on Enrolment Selection or Deferral of Commencement applications Delegated Authority: Admissions Manager	Non-academic panel
3.9	Review Student Appeals Committee decision to ensure that the decision-making process adhered to established guidelines	College Director and Principal

	and principles (as a result of a student request for review).	
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## 13. Standing Orders – Academic Board

The Academic Board is subject to the following standing orders with respect to the conduct of meetings.

### 13.1. Meetings

- a) Each year, a schedule of meetings is set for the following year. All subordinate bodies are expected to set a schedule of meeting dates for the coming year towards the end of the preceding year.
- b) Minutes of each meeting shall include the date of the next meeting unless it has not yet been set.
- c) Any meeting may be cancelled by the Chair if there is insufficient business. However, where cancellation would result in a board or committee not satisfying a statutory or regulatory requirement to meet within a certain period, an invitation to submit agenda items must be issued to members before a decision on cancellation is taken.
- d) In addition to the scheduled meetings, a special meeting may be convened at any time by the Chair or the College Director and Principal or by a written request from at least three members, outlining the proposed business of the meeting.
- e) Members may participate in the meeting by teleconference, videoconference, or other electronic means.
- f) Members serving ex officio may appoint someone to serve in their place but others cannot do so. Members cannot assign their voting rights to another member as a proxy; no member can exercise more than one deliberative vote. When an appointed member of the Academic Board or a committee will be absent for six months or longer, the appointing body may appoint a replacement for that period. For Board committees, the positions of members of committees appointed by the Academic Board who are absent from three consecutive meetings without leave of that committee, shall become vacant.
- g) Any member unable to attend a meeting may record their apology by advising the Academic Board Secretary or Chair prior to the meeting.
- h) Where a member anticipates being absent for two or more consecutive meetings, they should apply to Academic Board for leave of absence. Leave of absence may be granted only by resolution of Academic Board. Academic Board may grant leave of absence for reasons such as travel commitments, illness, bereavement (or similar compassionate grounds) or for any other reason Academic Board considers appropriate.
- i) Where the Chair of Academic Board decides a meeting of Academic Board is not feasible or is not warranted due to lack of sufficient business or decides that a matter is urgent and requires determination before the next meeting, they may authorise a matter to be determined by circulation.
- j) Any decision made by this means has the full authority of an Academic Board decision. The following procedural requirements apply when a matter is to be determined by circulation:
  - i. The item will be circulated by email;
  - ii. The proposal must contain adequate background information to explain the matter, an explicit recommendation on which all members are asked to vote, the name of the person or body making the recommendation and a deadline for voting which is at least three working days. Members must be given the options of declaring an interest, voting yes or no, or suggesting an amendment or alternative, or requesting that the matter be considered at a meeting. In the case of a tied vote the Chair has the casting vote.
  - iii. Voting can be by email or letter;
  - iv. The majority needed for a decision is a majority of all members, i.e., an absolute majority;
  - v. Non-respondents are not counted; it is not permissible to treat silence as a vote for or

- against the proposal;
- vi. If an absolute majority vote in favour of the proposal prior to the deadline, then that can be taken as a decision and actioned then, rather than having to wait for the deadline;
- vii. If five members request that a meeting be held to decide the matter, then the item shall be held over to the next meeting or a special meeting convened. Where holding over to the next meeting will result in contravention of a regulatory requirement, a special meeting must be convened; and,
- viii. The decision shall appear as an information item in the agenda of the next meeting and be included as part of the minutes of that meeting, with a resolution number and the date the decision took effect.
- k) The student representative to the Academic Board is a member of the Academic Board. The Chair has the right to exclude the student representative from parts of Academic Board meetings when discussing sensitive information specific to other students.
- l) A special meeting shall consider only the business specified in the agenda or notice of meeting, unless an absolute majority of members agree to consider another item or items.
- m) A meeting may adjourn any business to a future meeting. An adjourned meeting shall consider only the uncompleted business of that meeting unless an absolute majority of members agree to consider another item or items.

### 13.2. Agenda

- a) The content of the agenda for a meeting must be determined by the Chair on advice from the Secretary, and after consultation with:
  - i. The College Director and Principal; or
  - ii. The Academic Director
- b) The Secretary must prepare, for each item on the agenda, a cover sheet which includes a proposed resolution.
- c) All members shall be given one weeks' written notice of a meeting and associated documentation. Shorter notice is permitted only where there is urgent business which must be transacted in a shorter period. Additional information about an item already on the agenda may be circulated with a supplementary agenda or be tabled at the meeting, so long as three days of notice has been given of the nature of the item.
- d) Members wishing to place an item on the agenda shall provide the Secretary with written notice at least ten days prior to the meeting. The Chair may exercise discretion as to whether to include it in the agenda.
- e) Agenda items of a confidential nature must be included in a separate section of the agenda (the 'Confidential Section').
- f) The meeting shall not consider any items of business for which one-week notice has not been given unless an absolute majority of the members agree.
- g) The order of business outlined in the agenda may be altered by agreement of a majority of members present.
- h) System of starring and un-starring agenda items is adopted. All unstarred agenda items are considered non-controversial and are to be approved or noted without discussion. Members may un-star an item by notifying the Secretary prior to the meeting or in the beginning of the meeting. The final decision on whether an item should be starred lies with the Chair.

### 13.3. Chair

- a) The Independent Chair must preside if they are present.
- b) In the absence of the Chair, the Deputy Chair will preside for that meeting.
- c) The members must elect another Member to preside if neither the Chair nor the Deputy Chair is present, or if neither the Chair nor the Deputy Chair is able to preside for any other reason.

### 13.4. Disclosure of Interests

- a) Members of Academic Board must disclose if they have a material personal interest in a matter.
- b) A Member who is aware that another Member has or may have a material personal interest in a matter (and that Member has not disclosed the possible interest) may inform the meeting of the possible interest.
- c) A disclosure must be recorded in the minutes of the meeting and the Member must not, unless the Academic Board or subcommittee resolves otherwise, be present during the deliberation of the matter or take part in any decision in relation to that matter.

### 13.5. Decision Making

- a) The Chair exercises a considerable amount of discretion in running the meeting. The meeting is not required to follow strict rules of debate unless the meeting so resolves or the Chair so rules.
- b) The speakers will be called in the order at the direction of the Chair.
- c) Where a member is outlining a point of order, explanation or clarification, the Chair may instruct the member to discontinue speaking if the Chair believes that the point is not valid, or that sufficient explanation has been given.
- d) A motion or amendment may be moved by any member, including the Chair. Except for motions or amendments moved by the Chair, every motion must be seconded by another member; any motion or amendment not seconded shall not be discussed further.
- e) A motion may be amended or withdrawn by the mover. If the seconder does not agree to such an amendment of the motion, the amended motion must find another seconder if it is to be considered by the meeting.
- f) An amendment to a motion must be voted on before the motion itself. Sometimes it may not be necessary to proceed with an amendment if the mover and seconder are prepared to modify their motion accordingly. If the amendment negates the intent of the motion, then it should instead be a foreshadowed motion, which is voted on only after the original motion has been considered. If all amendments are defeated or withdrawn, the question shall be put as originally proposed.
- g) At the discretion of the Chair, a straw vote may be conducted to test the feeling of the meeting, but any such vote shall not have any formal standing.
- h) The Chair may rule that the meeting or a part of it follow strict rules of debate, or the meeting may so resolve. In such cases the meeting shall then follow these additional procedures:
  - i. A matter shall not be discussed unless there is a motion which has been moved and seconded;
  - ii. Speakers shall alternate between those for and against the motion;
  - iii. No member shall speak twice during the debate;
  - iv. A procedural motion cannot be moved by a member who has already spoken on the matter under debate; and
  - v. The mover of the motion is entitled to a right of reply before the motion is put to the vote.
- i) Any procedural motions, if seconded, shall be put to a vote immediately without amendment or debate, unless the chair declines to accept the motion. The motions are:
  - i. That debate on this item be limited to a further 10 minutes;
  - ii. That the question be put (i.e., that the motion or amendment be put to an immediate vote);
  - iii. That the speaker be no longer heard (i.e. that the member then speaking not be allowed to continue);

- iv. That the meeting proceed to the next item of business (i.e. no further discussion or vote will take place on the current item);
  - v. That the motion lie on the table (i.e. not be considered further at this meeting);
  - vi. That the debate on this item be adjourned (i.e. to another date or indefinitely); or
  - vii. That the meeting now adjourn (i.e. that the meeting finish and any unfinished business be postponed till an adjourned meeting).
- j) Each resolution shall be decided on the voices or by a show of hands, unless the meeting resolves to conduct a ballot. Each member (including the Chair) shall have one deliberative vote. Where there is an equal number of votes recorded for and against, the Chair shall have the casting vote. Any member who voted against or who abstained from voting on a motion which was passed by the meeting, may require that this be recorded in the Minutes.
  - k) No resolution may be rescinded or substantially amended within six months except by agreement of an absolute majority of members unless a higher body (Board of Directors) has referred the resolution back for reconsideration. A meeting shall not rescind a motion carried at an earlier stage of that meeting.
  - l) Any of these Standing Orders concerning rules of debate may be suspended for the time being if a motion to that effect is carried by a majority of members present. Should questions which are not dealt with in these Standing Orders arise at any meeting, the decision of the Chair shall be final.
  - m) A member can move dissent from a ruling of the Chair on whether to allow a motion or from a ruling not covered by Standing Orders, but not on matters of procedure or points of order. If such a motion is moved, the Chair shall vacate the chair while the motion is under consideration. The mover and the Chair shall have opportunity to speak, after which the motion shall be put to the vote.
  - n) Except where these Standing Orders require an absolute majority (i.e. 50% plus 1 of the total membership at that time, whether or not all members are present), all decisions require only a simple majority (i.e. a majority of those present and voting).

### 13.6. Minutes

- a) The Secretary must keep a record of each meeting, which must include the agenda and associated papers, any correspondence relating to the meeting and the minutes of the meeting. The record of the meeting must be maintained in the College's recordkeeping system.
- b) Draft minutes must be circulated within ten working days of the meeting.
- c) At the next meeting the minutes must be either confirmed or confirmed as amended.
- d) When a member requests that a question and answer or specific statement or dissent from a resolution be recorded in the minutes, the Chair must determine whether the matter is to be included in the draft minutes. When confirming the minutes, Academic Board may determine whether the matter is to be included in the confirmed minutes.

### 13.7. Conduct

- a) The Chair may call to order any member, observer or guest whose behaviour is offensive, disorderly or discourteous. The member, observer or guest must remain silent unless permitted by the Chair to explain this conduct.

### 13.8. Membership

- e) The appointment of a member to Academic Board:
  - i. Must be for a specified term not exceeding three years, which is renewable; and

- ii. Must not exceed nine consecutive years.
- f) The Board of Directors will:
  - i. Appoint the Chair and external members of the Academic Board;
  - ii. Oversee any reviews of the membership of the Academic Board; and
  - iii. Recommend to the Academic Board any proposed changes to its membership.

### 13.9. Self-Review of Academic Board

- a) The Academic Board will undertake an annual self-review.
- b) The review will provide the Board of Directors and Academic Board with information on how members perceive the Academic Board is performing in relation to its Terms of Reference and compliance with the requirements of the Higher Education Standards.

### 13.10. Periodic Independent Review of Corporate and Academic Governance

- a) Every seven years, an independent review of the Board of Directors and Academic Board will be undertaken. The review will provide the Board of Directors with advice concerning the effectiveness of the Board of Directors and Academic Board and compliance with the requirements of the Higher Education Standards Framework.

### 13.11. Misconduct, Removal and Resignation

- a) If the Chair of the Academic Board becomes aware that a member of the Board may have engaged in misconduct, the Chair will issue a written notice to the member in question advising them of the nature of alleged misconduct and possible repercussions. Following this notice, the matter will be investigated by the Academic Board, and the member in question has the right to respond to the accusation in a hearing. Misconduct may include, but is not limited to:
  - i. Repeated failure to attend meetings;
  - ii. Repeated failure to engage with discussion during meetings;
  - iii. Criminal acts, including fraud and document falsification;
  - iv. Unwarranted actions that damage the reputation of SIBT;
  - v. Unnecessary actions that harm the reputation of members of the Academic Board;
  - vi. Breaches of confidentiality;
  - vii. Failure to disclose a conflict of interest.
- b) Disciplinary action will be determined based on the severity of the misconduct and may include:
  - i. Compulsory attendance to a meeting with the Chair of the Academic Board clarifying the Academic Board member's role and associated expectations.
  - ii. Dismissal from the Academic Board.
- c) An Academic Board member may resign from the Academic Board by notice in writing to the Board Chair.

### 13.12. Addition and Replacement of Member

- a) The appointment of new members or replacement of a member of the Academic Board follows a process of candidate referral and nomination.
- b) Any existing member of the Academic Board may nominate a new member to add to the Board or replace themselves on the Board.
- c) Existing members may also nominate themselves for renewal of their term of service, if

applicable.

- d) If applicable, expressions of interest in becoming a member of the Academic Board should include details and evidence of relevant prior experience in similar roles, the highest level of education completed, academic expertise and scholarly track record. The nominated member's expression of interest and CV must be circulated at least five business days before the Academic Board meeting, at which the proposed membership will be considered.
- e) When the term of service for the Chair of the Academic Board is up for renewal, the above nomination process will be adhered to.