

Academic Board – Terms of Reference

Preamble

ACPE Limited Board of Directors (Board of Directors) is responsible for directing and controlling the commercial business of the Company, including guiding and monitoring its strategy and business affairs, in accordance with the legal responsibilities of the Corporations Act 2001.

The Board of Directors has delegated day to day business management of the operations of the College and policy responsibility to the Executive Director - Higher Education Division (Executive Director - HE).

The Board of Directors has delegated all academic governance responsibilities to the Academic Board. The Academic Board is responsible and accountable to the Board of Directors for the discharge of these academic responsibilities.

Academic Board approves the academic and student related policies and procedures that underpin ACPE's higher education compliance with regulatory obligations. Academic Board reviews and monitors the performance of all academic areas of the College to assist with quality management and ensure continual improvement of those operational processes.

The Board of Directors has delegated the responsibility for operational policies to Executive Management.

The Chairperson of Academic Board is also vested with the power to make executive decisions on behalf of the Academic Board should urgent and/or time-sensitive matters arise between meetings. Such decisions will be subject to ratification at a subsequent Academic Board meeting.

Membership

As ACPE is a growing Higher Education institution with online qualifications, membership of its Academic Board may include members from around Australia in addition to those from relevant sport, dance, physical education and coaching professions.

In some instances of membership, a stipend may apply.

The Chairperson will be independent to the College and is appointed by the Board of Directors for a two year term. In appointing a Chairperson, the Board of Directors will consider the following:

- Considerable knowledge of and experience in senior positions in the higher education sector
- Experience chairing academic councils, boards and similar committees
- Academic qualifications, research and experience in the review of academic policy and procedure and with national regulatory frameworks
- Academic status - (preferably) an Emeritus Professor or Professor.

The Board of Directors will also invite other members to join and membership will be made up of the following:

- At least two Professors or other senior academic staff from other Higher Education institutions, specialising in fields aligned to courses offered at the College or in higher education pedagogy
- At least two Industry representatives from a professional sports organisation or the sports education sector
- Up to two Staff representatives (one academic and one operations) to be appointed
- Up to two Student representatives to be appointed
- One Alumni representative to be appointed
- Executive Director - Higher Education Division
- Director of Education, ACPE.

In addition, up to two Heads of Department to be invited to attend each meeting on a rotational basis.

Any casual vacancy in membership may be filled on nomination of a replacement by the remaining members of the Academic Board until such time as the original position is up for renewal.

The Chairperson of the Academic Board or the Executive Director – HE can at any time invite other relevant guests (internal or independent) to attend all or part of a meeting. These guests will not be counted in the calculation of a quorum. Where a guest has attended more than half of the Academic Board meetings held since last review of the Terms of Reference, Academic Board may consider at its next review the addition of that guest as a permanent member of the Academic Board.

The Chairperson of Academic Board will liaise with the Board of Directors on potential new members to the Academic Board by way of discussion at meetings of the Board of Directors.

By nature of the delegation of powers, any member of the Board of Directors is eligible to attend a meeting of the Academic Board with rights of audience and debate at the meeting. It is expected that the Chairperson of the Academic Board will be notified in advance of this attendance by that Director.

The maximum number of positions will be twelve and the minimum number will be five.

Period of Office

Aside from staff and student positions, all Academic Board positions will be for a period of two years. The maximum number of terms that can normally be served by these members consecutively is three terms (each of two years), being a total of six years.

The Student representatives will be invited to join the Academic Board. The students must be currently enrolled in a College course of study and will attend Academic Board as long as they remain a fully enrolled and active student (ie. not deferred or intermitted).

The Alumni representative will be invited to join the membership by the Academic Board based on the skills mix in relation to other members and the representative's development in the field since graduation.

Quorum

The quorum for meetings of Academic Board will be half the membership holding office at the time plus one (providing it includes at least one independent member). Meetings may be held face to face or by teleconference or videoconference (or a combination). Attendance by any of these means will be considered full attendance for the purposes of calculating a quorum.

Vacant positions are not counted in calculating the quorum. Co-opted Committee members are not counted towards the quorum.

The Chairperson or Executive Director - HE may, in appropriate circumstances, declare the Academic Board quorate so that the business of the College may continue in a timely manner.

If Academic Board is inquorate the meeting will proceed 'in Committee' and the record of its deliberations at that meeting will be reviewed at the next quorate Academic Board meeting.

Chairing of Meetings

A Deputy Chair will be appointed by the Chairperson and members of the ACPE Academic Board to deputise on behalf of the Chair, as and when required.

Otherwise, in the absence of the Chairperson, the members will appoint a proxy Chairperson for the meeting, who will assume the role and duties of the Chairperson. That proxy Chairperson will be an independent member of the Academic Board.

Roles of Academic Board Members

All Academic Board members are required to agree upon appointment:

- To act in accordance with this Academic Board Terms of Reference
- To act in accordance with the interests of the College as a whole
- To maintain confidentiality of all matters discussed at Academic Board meetings or in other situations where they are representing the Academic Board.

In addition, the Chairperson will represent the Academic Board at meetings of the Board of Directors and will have rights of audience and debate at those meetings.

The Director of Education will act as the conduit between Course Advisory Committees and the Academic Board, and provide industry-specific feedback on College academic programs as appropriate.

Accountabilities

The ACPE Board of Directors has delegated the institution's academic governance duties to the Academic Board. Academic Board will only account and report externally to others such as Regulators where the College delivers accredited courses in accordance with, and subject to, the directions, delegations and limitations provided by the Board of Directors.

To facilitate this, effective communication and strong working relationships are encouraged between the Board of Directors and the Academic Board. The Minutes (confirmed or unconfirmed) of the previous meeting of Academic Board will be included with the Board of Directors papers.

Members are expected to attend meetings and to be accountable to the Academic Board for non-attendance by providing apology when unable to attend. If a member is aware that they will miss a meeting, they are expected to seek an approved leave of absence from the Chair for up to two consecutive meetings. If a member does not attend up to three consecutive meetings of the Academic Board (regardless of approval of leave of absence), the Academic Board may seek to replace that member in their position on the Board.

Primary Responsibilities of the Academic Board

Academic Board's primary responsibilities will include:

- Overseeing and reviewing the academic governance framework and structure, and recommending changes where necessary
- Overseeing major academic policy and procedural principles and reviews, consistent with legal and regulatory requirements and compliance obligations
- Overseeing and monitoring the academic standards, activities and outcomes of the College within a quality and academic risk framework.

In undertaking its primary responsibilities the Academic Board will determine, approve or advise on, any matters within its authority.

Functions of the Academic Board

The Academic Board holds authority over the College's academic governance through the following functions:

- Review, approve and monitor academic policies and procedures for the College to ensure that the quality of courses, processes and outcomes is maintained and compliance with all national registration and accreditation conditions of these courses is fulfilled
- Monitor and review the overall direction and academic mission of the College and its implementation, including through regular Strategic Plan reviews
- Establish internal and independent academic quality assurance, academic review and advisory mechanisms in order to monitor quality standards in academic staffing, scholarship, courses and outcomes, student participation and attainment and academic practice (particularly in learning and teaching)
- Provide advocacy and support for the College to the Higher Education sector, State and Commonwealth statutory authorities, where necessary for the purposes of submissions or responses to reports from these sectors
- Provide and demonstrate strategic educational leadership to the Institution

- Provide a forum to evaluate and transmit ideas and knowledge of the industry and its perception in the wider community, through communication with relevant peak professional bodies, alumni and current students
- Encourage further development of academic and industry-based knowledge through support of research and scholarship at the College and through links with other research institutions or funding bodies
- Critically evaluate the quality and effectiveness of educational innovations and proposals for innovation
- Ensure a strong working relationship with sub-committees through written and oral reports from the Chairpersons and seek information or take advice on relevant matters, as necessary
- Receive, approve and evaluate new academic and/or research programs and amended academic and/or research programs (where the course structure has been changed), including ratifying submission to regulators for accreditation
- Recommend conferral of Higher Education awards for graduation, ensuring courses of study completed by graduands are consistent with approved courses
- Inform the Board of Directors on any matters relevant to academic and/or research programs, standards, policies and procedures
- Evaluate and suggest revisions to the Academic Governance Framework for approval by the Board of Directors
- Consider and report on any matter referred to it by the Board of Directors.

Meeting Schedule

The Academic Board will meet at least four times per annum.

Additional meetings may be scheduled on a needs basis to enable the Board to discharge its duties, to be scheduled at a time and date suitable to the majority of members.

Meeting Procedures

Members will be provided with a minimum of seven days' notice of the scheduling of a meeting.

Academic Board is empowered to seek advice and information as necessary from such other staff members and independent stakeholders of the College as deemed appropriate. Such persons may be invited by the Chairperson of the Academic Board or the Executive Director - HE to be in attendance at meetings where appropriate.

Staff and independent stakeholders of the College may request the opportunity to address the Academic Board at any time and this request will be considered and approved by the Chairperson of the Board.

Secretarial Arrangements

The Executive Director - HE will nominate the Minute Secretary.

The Minute Secretary will be in attendance at all meetings and will have responsibility, as directed by the Chairperson and in consultation with the Executive Director - HE, for the compilation and circulation of agendas and accompanying papers and the recording and circulation of minutes.

The Minute Secretary will not have rights of debate or vote, but may be called upon throughout the meeting to provide clarity or context where relevant.

Agendas and Minutes

Minutes, agendas and supporting documents will be distributed to members of the Academic Board at least five working days prior to the forthcoming meeting.

Except with permission of the Chairperson, late papers or agenda topics will not be accepted and included in the forthcoming meeting. All papers must be submitted to the Minute Secretary (or delegate) at least seven working days prior to the forthcoming meeting.

Minutes, agendas and associated meeting papers may be distributed in hard copy or electronically. Records, due to their nature, are subject to the requirements of regulatory and accreditation bodies and

relevant State Acts and therefore must be retained in accordance with good record management practice.

Responsibility for ensuring appropriate records management for the Board rests with the Minute Secretary under the direction of the Chairperson of the Academic Board. The Board will keep minutes of each meeting. All documentation will be retained in the College's primary electronic management system.

Induction Arrangements

New members will be asked to sign a Confidentiality Agreement prior to formally joining the Academic Board and/or its sub-committees.

Before the first scheduled meeting for the year, the Chairperson or their nominee will meet with any new Academic Board members to induct them. A copy of all relevant governance documents will be provided.

Such a briefing will also be provided to any new member who joins the Academic Board or sub-committee during the year, preferably before the new member attends a meeting.

Sub-Committees and Working Parties

As outlined above, the Academic Board may also establish sub-committees to assist its work and functions or working parties to consider special issues. The Board of Directors will be advised when the Academic Board establishes sub-committees or working parties.

Standing Sub-Committees of the Academic Board will be:

- Complaints and Appeals Committee (convened when required)
- Examiners' (also known as Assessment) Committee.

Other sub-committees may be established at any time according to the needs of the Academic Board.

The Academic Board may co-opt independent persons as deemed appropriate to serve on its sub-committees.

Sub-committees of the Academic Board will normally be chaired by a member of the Academic Board but may include other members who are not members of the Academic Board.

Reporting

In order to comply with the reporting requirements of the Board and the governance responsibilities, the following reporting will occur:

- Minutes of meetings will be submitted for consideration to the Board of Directors
- Minutes of meetings will be retained in the College's primary electronic management system for use in regulatory reporting.

Review and Reference

Terms of Reference and the functioning of the Academic Board will be subject to review at least every two years by the Board of Directors to ensure that it is operating effectively and fulfilling its functions and reviewed for continuing relevance. The Academic Board will undertake a self-evaluation of performance on an annual basis. Areas requiring further attention in the following year will be highlighted and recommended to the Board of Directors.

ACPE Governance Structure

